

Fill in this information to identify your case:

United States Bankruptcy Court for the:

DISTRICT OF DELAWARE

Case number (if known) _____

Chapter 11☐ Check if this an amended filing**Official Form 201****Voluntary Petition for Non-Individuals Filing for Bankruptcy**

04/22

If more space is needed, attach a separate sheet to this form. On the top of any additional pages, write the debtor's name and the case number (if known). For more information, a separate document, *Instructions for Bankruptcy Forms for Non-Individuals*, is available.

1. Debtor's name SanityDesk, Inc.

2. All other names debtor used in the last 8 years
Include any assumed names, trade names and doing business as names

3. Debtor's federal Employer Identification Number (EIN) 84-3438516

4. Debtor's address **Principal place of business**

501 Congress Ave. Suite 150
Austin, TX 78701

Number, Street, City, State & ZIP Code

Travis
County

Mailing address, if different from principal place of business

P.O. Box, Number, Street, City, State & ZIP Code

Location of principal assets, if different from principal place of business

Number, Street, City, State & ZIP Code

5. Debtor's website (URL) https://sanitydesk.com

6. Type of debtor

☒ Corporation (including Limited Liability Company (LLC) and Limited Liability Partnership (LLP))☐ Partnership (excluding LLP)☐ Other. Specify: _____

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Debtor **SanityDesk, Inc.**
Name

Case number (if known)

7. Describe debtor's business A. Check one:

- ☐ Health Care Business (as defined in 11 U.S.C. § 101(27A))
- ☐ Single Asset Real Estate (as defined in 11 U.S.C. § 101(51B))
- ☐ Railroad (as defined in 11 U.S.C. § 101(44))
- ☐ Stockbroker (as defined in 11 U.S.C. § 101(53A))
- ☐ Commodity Broker (as defined in 11 U.S.C. § 101(6))
- ☐ Clearing Bank (as defined in 11 U.S.C. § 781(3))
- ☒ None of the above

B. Check all that apply

- ☐ Tax-exempt entity (as described in 26 U.S.C. § 501)
- ☐ Investment company, including hedge fund or pooled investment vehicle (as defined in 15 U.S.C. § 80a-3)
- ☐ Investment advisor (as defined in 15 U.S.C. § 80b-2(a)(11))

C. NAICS (North American Industry Classification System) 4-digit code that best describes debtor. See <http://www.uscourts.gov/four-digit-national-association-naics-codes>.5415**8. Under which chapter of the Bankruptcy Code is the debtor filing?**

Check one:

- ☐ Chapter 7
- ☐ Chapter 9

☒ Chapter 11. Check all that apply:

- ☒ Debtor's aggregate noncontingent liquidated debts (excluding debts owed to insiders or affiliates) are less than \$3,024,725 (amount subject to adjustment on 04/01/25 and every 3 years after that).
- ☐ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D). If the debtor is a small business debtor, attach the most recent balance sheet, statement of operations, cash-flow statement, and federal income tax return, or if all of these documents do not exist, follow the procedure in 11 U.S.C. § 1116(1)(B).
- ☒ The debtor is a small business debtor as defined in 11 U.S.C. § 101(51D) and it chooses to proceed under Subchapter V of Chapter 11.
- ☐ A plan is being filed with this petition.
- ☐ Acceptances of the plan were solicited prepetition from one or more classes of creditors, in accordance with 11 U.S.C. § 1126(b).
- ☐ The debtor is required to file periodic reports (for example, 10K and 10Q) with the Securities and Exchange Commission according to § 13 or 15(d) of the Securities Exchange Act of 1934. File the *Attachment to Voluntary Petition for Non-Individuals Filing for Bankruptcy under Chapter 11* (Official Form 201A) with this form.
- ☐ The debtor is a shell company as defined in the Securities Exchange Act of 1934 Rule 12b-2.

☐ Chapter 12**9. Were prior bankruptcy cases filed by or against the debtor within the last 8 years?**

- ☒ No.
- ☐ Yes.

If more than 2 cases, attach a separate list.

District

When

Case number

District

When

Case number

DocuSign Envelope ID: 96A145E7-7DF4-4E1E-9B75-B1489A77AFFC

Debtor **SanityDesk, Inc.**
Name

Case number (if known)

10. Are any bankruptcy cases pending or being filed by a business partner or an affiliate of the debtor?
- ☒ No
☐ Yes.

List all cases. If more than 1, attach a separate list

Debtor
District

When

Relationship

Case number, if known

11. Why is the case filed in this district?

Check all that apply:

- ☒ Debtor has had its domicile, principal place of business, or principal assets in this district for 180 days immediately preceding the date of this petition or for a longer part of such 180 days than in any other district.
- ☐ A bankruptcy case concerning debtor's affiliate, general partner, or partnership is pending in this district.

12. Does the debtor own or have possession of any real property or personal property that needs immediate attention?

☒ No☐ Yes.

Answer below for each property that needs immediate attention. Attach additional sheets if needed.

Why does the property need immediate attention? (Check all that apply.)

- ☐ It poses or is alleged to pose a threat of imminent and identifiable hazard to public health or safety.

What is the hazard?

- ☐ It needs to be physically secured or protected from the weather.

- ☐ It includes perishable goods or assets that could quickly deteriorate or lose value without attention (for example, livestock, seasonal goods, meat, dairy, produce, or securities-related assets or other options).

- ☐ Other

Where is the property?

Number, Street, City, State & ZIP Code

Is the property insured?

- ☐ No

- ☐ Yes. Insurance agency

Contact name

Phone

Statistical and administrative information

13. Debtor's estimation of available funds

Check one:

- ☒ Funds will be available for distribution to unsecured creditors.
- ☐ After any administrative expenses are paid, no funds will be available to unsecured creditors.

14. Estimated number of creditors

☐ 1-49☒ 50-99☐ 100-199☐ 200-999☐ 1,000-5,000☐ 5,001-10,000☐ 10,001-25,000☐ 25,001-50,000☐ 50,001-100,000☐ More than 100,000

15. Estimated Assets

☐ \$0 - \$50,000☐ \$50,001 - \$100,000☒ \$100,001 - \$500,000☐ \$500,001 - \$1 million☐ \$1,000,001 - \$10 million☐ \$10,000,001 - \$50 million☐ \$50,000,001 - \$100 million☐ \$100,000,001 - \$500 million☐ \$500,000,001 - \$1 billion☐ \$1,000,000,001 - \$10 billion☐ \$10,000,000,001 - \$50 billion☐ More than \$50 billion

16. Estimated liabilities

☐ \$0 - \$50,000☒ \$1,000,001 - \$10 million☐ \$500,000,001 - \$1 billion

DocuSign Envelope ID: 96A145E7-7DF4-4E1E-9B75-B1489A77AFFC

| | | | |
|--------|--|--|--|
| Debtor | SanityDesk, Inc. | Case number (if known) | |
| | Name | | |
| | <input type="checkbox"/> \$50,001 - \$100,000 | <input type="checkbox"/> \$10,000,001 - \$50 million | <input type="checkbox"/> \$1,000,000,001 - \$10 billion |
| | <input type="checkbox"/> \$100,001 - \$500,000 | <input type="checkbox"/> \$50,000,001 - \$100 million | <input type="checkbox"/> \$10,000,000,001 - \$50 billion |
| | <input type="checkbox"/> \$500,001 - \$1 million | <input type="checkbox"/> \$100,000,001 - \$500 million | <input type="checkbox"/> More than \$50 billion |

DocuSign Envelope ID: 96A145E7-7DF4-4E1E-9B75-B1489A77AFFC

Debtor **SanityDesk, Inc.**
Name

Case number (if known)

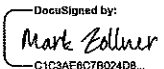
Request for Relief, Declaration, and Signatures**WARNING** -- Bankruptcy fraud is a serious crime. Making a false statement in connection with a bankruptcy case can result in fines up to \$500,000 or imprisonment for up to 20 years, or both. 18 U.S.C. §§ 152, 1341, 1519, and 3571.**17. Declaration and signature
of authorized
representative of debtor**

The debtor requests relief in accordance with the chapter of title 11, United States Code, specified in this petition.

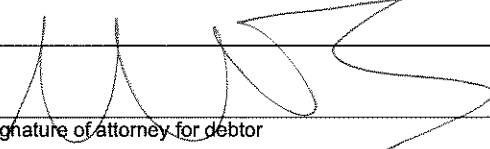
I have been authorized to file this petition on behalf of the debtor.

I have examined the information in this petition and have a reasonable belief that the information is true and correct.

I declare under penalty of perjury that the foregoing is true and correct.

Executed on 6/10/2022MM / DD / YYYYX 
C1C3AE6C7B024D8...
Signature of authorized representative of debtor**Mark Zollner**

Printed name

Title Interim CEO**18. Signature of attorney**X 
Signature of attorney for debtorDate 6/10/2022MM / DD / YYYY**Michael Busenkell**
Printed name**Gellert Scali Busenkell & Brown, LLC**
Firm name**1201 N. Orange Street**
Suite 300
Wilmington, DE 19801

Number, Street, City, State & ZIP Code

Contact phone 302-425-5812Email address mbusenkell@gsbblaw.com**3933 DE**

Bar number and State

CERTIFICATE OF RESOLUTION

AUTHORIZING PREPARATION FOR FILING OF

VOLUNTARY PETITION FOR REORGANIZATION

UNDER CHAPTER 11 OF THE BANKRUPTCY CODE

At a special meeting of the Board of Directors (the “Board of Directors”) of SanityDesk, Inc., a Delaware corporation (the “Corporation”), duly constituted and held on June 8th 2022, the following resolutions were discussed and thereafter adopted by unanimous consent:

WHEREAS, the Board of Directors of the Corporation has evaluated and considered the information and recommendations of its executive officers of, and counsel to, the Corporation concerning the financial condition of the Corporation; and

NOW, THEREFORE, BE IT:

RESOLVED, that in the judgment of the Board of Directors, it may become desirable and in the best interests of the Corporation, its creditors, stockholders and other interested parties, that a petition for reorganization of the Corporation be filed under the provisions of Chapter 11 of Title 11 of the United States Code (the “Bankruptcy Code”);

RESOLVED, that the Interim Chief Executive Officer (the “Authorized Officer”), Mark Zollner, is hereby authorized, empowered and directed, on behalf of the Corporation, to take all necessary actions and make all necessary preparations for the Corporation to be in a position to commence a case under Chapter 11 of the Bankruptcy Code (the “Chapter 11 Case”), and to commence the Chapter 11 Case, in the venue that the Authorized Officer deems appropriate and at such time that the Authorized Officer deems appropriate, in the exercise of his discretion and professional expertise;

RESOLVED, that the Authorized Officer of the Corporation shall be and hereby is authorized and directed to do and perform all such acts and things to be prepared to execute and file all petitions, plans, pleadings, schedules, lists, statements, applications, documents, certificates and other papers, and to take such other steps as may be deemed necessary or desirable in order to conduct a case under Chapter 11 of the Bankruptcy Code and to effectuate a reorganization of the Corporation under Chapter 11 as is deemed appropriate;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, the law firm of Gellert Scali Busenkell and Brown, LLC as general reorganization counsel to represent and assist the Corporation in carrying out its duties under the Bankruptcy Code, and to take any and all actions to advance the Corporation's rights and obligations, including filing any pleadings; and in connection therewith, the Authorized Officer is hereby authorized and directed to cause to be filed an appropriate application for authority to retain the services of Gellert Scali Busenkell & Brown, LLC;

RESOLVED, that the Corporation shall employ, subject to any requisite bankruptcy court approval, such other professionals and persons as the Authorized Officer determines are necessary in order to conduct the Chapter 11 Case and to operate the business while subject to the jurisdiction of the Bankruptcy Court;

RESOLVED, that in addition to the specific authorizations heretofore conferred upon the Authorized Officer, the Authorized Officer and such other officers of the Corporation as any Authorized Officer shall from time to time designate, and any employees or agents (including counsel) designated by or directed by any such Authorized Officer, be authorized and empowered to cause the Corporation to enter into, execute, deliver, certify, file and/or record, and perform such agreements, instruments, motions, declarations, affidavits, applications for approvals or ruling of governmental or regulatory authorities, certificates and other documents, and to take such other actions as in the judgment of such officer shall be or become necessary, proper and desirable to conduct the Chapter 11 Case and to effectuate a reorganization or liquidation of the Corporation as is deemed appropriate; and

RESOLVED, that any and all actions heretofore or hereafter taken by the officers or directors of the Corporation in the name of and on behalf of the Corporation in furtherance of any or all of the foregoing resolutions are hereby ratified and confirmed in their entirety.

I, the undersigned, Interim Secretary of SanityDesk, Inc. do hereby certify that the foregoing is a true, complete and accurate copy of the resolutions duly adopted by the Board of Directors of said Corporation by unanimous consent; and I do further certify that these resolutions have not been altered, amended, repealed or rescinded and are now in full force and effect.

The undersigned further certifies that the Board of Directors had at the time of the adoption of said resolutions full power and authority to adopt said resolutions, and that the Board of Directors now has said power and authority.

IN WITNESS WHEREOF, I have hereunto subscribed my name and signature as Interim Secretary of SanityDesk, Inc., this 8th day of June, 2022.

Anthony Orlando

Anthony Orlando
Interim Secretary

Signature Certificate

Reference number: SOCM7-NYJZE-MMARC-NMNNZ

| Signer | Timestamp | Signature |
|---|--------------------------|---|
| Anthony Orlando Email: tonyorlandox@gmail.com Sent: 09 Jun 2022 17:57:49 UTC Viewed: 09 Jun 2022 18:02:25 UTC Signed: 09 Jun 2022 18:03:10 UTC | |  |
| Recipient Verification: ✓ Email verified | 09 Jun 2022 18:02:25 UTC | IP address: 108.31.143.140 Location: Sterling, United States |

Document completed by all parties on:
09 Jun 2022 18:03:10 UTC

Page 1 of 1



Signed with PandaDoc

PandaDoc is a document workflow and certified eSignature solution trusted by 30,000+ companies worldwide.



B2030 (Form 2030) (12/15)

**United States Bankruptcy Court
District of Delaware**

In re SanityDesk, Inc.

Debtor(s)

Case No.

Chapter

11

DISCLOSURE OF COMPENSATION OF ATTORNEY FOR DEBTOR(S)

1. Pursuant to 11 U.S.C. § 329(a) and Fed. Bankr. P. 2016(b), I certify that I am the attorney for the above named debtor(s) and that compensation paid to me within one year before the filing of the petition in bankruptcy, or agreed to be paid to me, for services rendered or to be rendered on behalf of the debtor(s) in contemplation of or in connection with the bankruptcy case is as follows:

| | | |
|---|----|------------------|
| For legal services, I have agreed to accept | \$ | |
| Prior to the filing of this statement I have received | \$ | 18,726.00 |
| Balance Due | \$ | 0.00 |

2. The source of the compensation paid to me was:

☒ Debtor ☐ Other (specify):

3. The source of compensation to be paid to me is:

☒ Debtor ☐ Other (specify):

4. ☒ I have not agreed to share the above-disclosed compensation with any other person unless they are members and associates of my law firm.

☐ I have agreed to share the above-disclosed compensation with a person or persons who are not members or associates of my law firm. A copy of the agreement, together with a list of the names of the people sharing in the compensation is attached.

5. In return for the above-disclosed fee, I have agreed to render legal service for all aspects of the bankruptcy case, including:

- a. Analysis of the debtor's financial situation, and rendering advice to the debtor in determining whether to file a petition in bankruptcy;
- b. Preparation and filing of any petition, schedules, statement of affairs and plan which may be required;
- c. Representation of the debtor at the meeting of creditors and confirmation hearing, and any adjourned hearings thereof;
- d. [Other provisions as needed]

Negotiations with secured creditors to reduce to market value; exemption planning; preparation and filing of reaffirmation agreements and applications as needed; preparation and filing of motions pursuant to 11 USC 522(f)(2)(A) for avoidance of liens on household goods.

6. By agreement with the debtor(s), the above-disclosed fee does not include the following service:

Representation of the debtors in any dischargeability actions, judicial lien avoidances, relief from stay actions or any other adversary proceeding.

CERTIFICATION

I certify that the foregoing is a complete statement of any agreement or arrangement for payment to me for representation of the debtor(s) in this bankruptcy proceeding.

Date

6/10/22

Michael Busenkell

Signature of Attorney

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

302-425-5812 Fax: 302-425-5814

mbusenell@gsbblaw.com

Name of law firm

**United States Bankruptcy Court
District of Delaware**

In re **SanityDesk, Inc.**

Debtor(s)

Case No.

Chapter

11

CORPORATE OWNERSHIP STATEMENT (RULE 7007.1)

Pursuant to Federal Rule of Bankruptcy Procedure 7007.1 and to enable the Judges to evaluate possible disqualification or recusal, the undersigned counsel for **SanityDesk, Inc.** in the above captioned action, certifies that the following is a (are) corporation(s), other than the debtor or a governmental unit, that directly or indirectly own(s) 10% or more of any class of the corporation's(s') equity interests, or states that there are no entities to report under FRBP 7007.1:

2Enable Partners VIII LP
850 Washington Street, Suite 220
Dedham, MA 02026

JCM USA LLC
501 Congress Ave Ste 150
Austin, TX 78701

☐ None [*Check if applicable*]

6/10/2022

Date

/s/ Michael Busenkell

Michael Busenkell

Signature of Attorney or Litigant
Counsel for **SanityDesk, Inc.**

Gellert Scali Busenkell & Brown, LLC

1201 N. Orange Street

Suite 300

Wilmington, DE 19801

302-425-5812 Fax: 302-425-5814

mbusenell@gsbblaw.com

Fill in this information to identify the case:

Debtor name **SanityDesk, Inc.**
 United States Bankruptcy Court for the: **DISTRICT OF DELAWARE**
 Case number (if known): _____

☐ Check if this is an
 amended filing

Official Form 204**Chapter 11 or Chapter 9 Cases: List of Creditors Who Have the 20 Largest Unsecured Claims and Are Not Insiders****12/15**

A list of creditors holding the 20 largest unsecured claims must be filed in a Chapter 11 or Chapter 9 case. Include claims which the debtor disputes. Do not include claims by any person or entity who is an insider, as defined in 11 U.S.C. § 101(31). Also, do not include claims by secured creditors, unless the unsecured claim resulting from inadequate collateral value places the creditor among the holders of the 20 largest unsecured claims.

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, and government contracts) | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|--|---|--|--|---|---------------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| 2Enable Partners VIII LP 850 Washington Street, Suite 220 Dedham, MA 02026 | | | | | | \$105,095.89 |
| Brex Inc. 110 South Park Street San Francisco, CA 94107 | | | | | | \$57,976.85 |
| CAPCHASE INC 386 Park Ave S New York, NY 10016 | | | | | | \$157,931.86 |
| Carsted Rosenberg Advokatfirma GmbH Bahnhofstrasse 2 6060 Sarnen Switzerland | | | | | | \$20,320.00 |
| CFT Clear Finance Technology Corp. 1055 West Hastings Street Suite 1700 Vancouver British Columbia V6E 2E9 Canada | | | | | | \$147,950.05 |
| Dmytro Leonov MAKSYMovyCHA ST 3 LVIV LVIV 79031 Ukraine | | | | | | \$7,064.00 |
| Facebook 1601 Willow Rd Menlo Park, CA 94025 | | | | | | \$191,604.77 |

Debtor **SanityDesk, Inc.**
Name

Case number (if known)

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|--|---|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| Fundbox Supplier 300 Montgomery Stree San Francisco, CA 94104 | | | | | | \$36,326.36 |
| James Cook Media Inc. Inc 501 Congress Ave Ste 150 Austin, TX 78701 | | | | | | \$51,291.71 |
| JCM USA LLC 501 Congress Ave Ste 150 Austin, TX 78701 | | | | | | \$36,624.86 |
| Libertas Funding LLC Attn:Randy Saluck 411 West Putnam Ave Suite 220 Greenwich, CT 06380 | | | Disputed | \$259,916.50 | \$0.00 | \$259,916.50 |
| Long-term Loan Fluidytix, LLC 3002 Foxcreek Dr. Richardson, TX 75082 | | | | | | \$37,700.00 |
| Meta Platforms. Inc 1601 Willow Rd Menlo Park, CA 94025 | | | | | | \$67,442.05 |
| Pipe Technologies Inc. 360 NW 27th Street Miami, FL 33127 | | | | | | \$40,059.85 |
| Samuel P. Cook 603 Lockwood Ct, Lake Charles, LA 70605 | | | | | | \$50,172.17 |
| Stripe, Inc. 354 Oyster Point Blvd South South San Francisco, CA 94080 | | | | | | \$129,475.51 |
| SVB 255 Battery Street San Francisco, CA 94111 | | | | | | \$62,791.65 |

Debtor **SanityDesk, Inc.**
Name

Case number (if known)

| Name of creditor and complete mailing address, including zip code | Name, telephone number and email address of creditor contact | Nature of claim (for example, trade debts, bank loans, professional services, | Indicate if claim is contingent, unliquidated, or disputed | Amount of claim If the claim is fully unsecured, fill in only unsecured claim amount. If claim is partially secured, fill in total claim amount and deduction for value of collateral or setoff to calculate unsecured claim. | | |
|---|--|---|--|--|---|-----------------|
| | | | | Total claim, if partially secured | Deduction for value of collateral or setoff | Unsecured claim |
| U.S. Small Business Administration Office of Disaster Assistance 14925 Kingsport Rd Fort Worth, TX 76155 | | | Disputed | \$34,900.00 | \$0.00 | \$34,900.00 |
| Underovsky Krzysztof Grodzka 42/1, 31-044 Kraków Poland | | | | | | \$8,000.00 |
| Wilhelmien van Nieuwenhuizen Story Marketing Studeio Stockenmatt 33 Stalden Obwalden 6063 Switzerland | | | | | | \$10,183.90 |

SanityDesk, Inc

Balance Sheet

As of June 10, 2022

| | TOTAL |
|--|-------------------|
| Assets | |
| Current Assets | |
| Accounts receivable | |
| Accounts Receivable (A/R) | 1,095.00 |
| Accounts Receivable (A/R) - BRL | 0.00 |
| Total Accounts receivable | \$1,095.00 |
| Cash and Cash Equivalents | |
| Brex Card Account | 0.00 |
| Brex Cash Account *9153 | 0.00 |
| Clearbanc | 0.00 |
| Mercury *5317 | 0.00 |
| Mercury Checking **2701 | 0.00 |
| Mercury Checking **2878 | 89.44 |
| Mercury Checking **2918 | 0.00 |
| Mercury Checking **3908 | 0.00 |
| Money in transit | 0.00 |
| Operating Account 6537 | 0.89 |
| PayPal | 11,185.20 |
| Secondary Account 6560 | 0.00 |
| Stripe | 15,692.19 |
| SVB Card 7860 | 0.00 |
| SVB CHECKING ACCOUNT (**5277) | 1.53 |
| SVB OPERATING ACCOUNT (**5262) | 0.00 |
| Transferwise Account | 73.62 |
| Total Cash and Cash Equivalents | 27,042.87 |
| Cash and Cash Equivalents - Stripe | 299.00 |

| | TOTAL |
|--|---------------------|
| Accrued Assets | |
| Prepaid Expense | 192.10 |
| Prepaid Commissions | 382.40 |
| Prepaid Expenses Office Rent | 0.00 |
| Prepaid Expenses to be refunded | 445.34 |
| Prepayment to Halyna Kostiuk | 0.00 |
| Prepayments to Dmytro Leonov | 3,116.00 |
| Prepayments for Soft | 2,172.61 |
| Prepayments Sofiia Neroda | 0.00 |
| Prepayments to JCM Inc. | 82,025.68 |
| Prepayments to Olha Khabchuk | 0.00 |
| Prepayments to Samuel Cook | 0.00 |
| Prepayments to Stanislav Kovalenko | 0.00 |
| Prepayments to Tyron Dizon | 1,000.00 |
| Prepayments to Vladyslava Rogachenko | 0.00 |
| Total Prepaid Expense | 89,334.13 |
| Total Accrued Assets | 89,334.13 |
| Loans to Others | 0.00 |
| Loans to Shareholders | 0.00 |
| Loans to Shareholders | |
| Loans to Samuel Cook | 7,000.00 |
| Total Loans to Shareholders | 7,000.00 |
| Other Current Assets | |
| Dispute Cases | 0.00 |
| Total Other Current Assets | 0.00 |
| Pledged Common Stock | 100.00 |
| Uncategorised Asset | 0.00 |
| Total Current Assets | \$124,871.00 |
| Long-term assets | |
| Accumulated amortization on Intangible Assets | -114,762.56 |
| Due from JCM USA LLC | 10,000.00 |
| Intangible Assets | |
| Intellectual Property | 600,000.00 |
| Start Up Costs - 1 | 69,274.19 |
| Start Up Costs - 2 | 52,005.46 |
| Total Intangible Assets | 721,279.65 |
| Investments and Financial Instruments | |
| Investments to SanityDesk LLC | 15,000.00 |
| Total Investments and Financial Instruments | 15,000.00 |
| Promissory Notes | |
| Promissory Note - Samuel P.N. Cook | 120,000.00 |
| Promissory Note - Mark Zollner | 30,000.00 |
| Promissory Note - Oleksandr Golovan | 30,000.00 |
| Promissory Note - Tyron Dyson | 60,000.00 |
| Total Promissory Notes | 240,000.00 |
| Total long-term assets | 871,517.09 |
| Total Assets | \$996,388.09 |

| | TOTAL |
|--------------------------------------|---------------------|
| Liabilities and shareholder's equity | |
| Current liabilities: | |
| Accounts payable | |
| Accounts Payable (A/P) | 450,188.92 |
| Loan interests to pay | 0.00 |
| CapChase Loan interests to pay | 11,997.47 |
| Clearco Loan interests to pay | 12,600.00 |
| Fundbox Loan interests to pay | 1,796.74 |
| JCM Inc Loan Interests to pay | 1,177.95 |
| JCM USA Inc Loan Interests to pay | 3,644.86 |
| Libertas Loan interests to pay | 54,166.45 |
| Pipe Loan interests to pay | 2,380.12 |
| Sandor Hatvany Loan Interests to pay | 5,095.89 |
| Stripe Loan interests to pay | 11,000.00 |
| Total Loan interests to pay | 103,859.48 |
| Total Accounts Payable (A/P) | 554,048.40 |
| Total Accounts payable | \$554,048.40 |
| Accrued Liabilities | |
| Deferred (unearned) Revenue | 14,136.50 |
| Total Accrued Liabilities | 14,136.50 |
| Other Payables | 0.00 |
| Other short term loans | 0.00 |
| 1 Stripe Loan | 0.00 |
| 2 Stripe Loan | 0.00 |
| 2011-I PARTNERS TRUST | 40,000.00 |
| 3 Stripe Loan | 0.00 |
| 4 Stripe Loan | 118,475.51 |
| Brex Loan | 57,976.85 |
| Clearbanc Loan | 135,350.05 |
| Other short term loans CAPCHASE INC. | |
| 1 - CAPCHASE INC. | 76,760.00 |
| 2 - CAPCHASE INC. | 45,820.49 |
| 3 - CAPCHASE INC. | 23,353.90 |

| | TOTAL |
|--|-------------------|
| Total Other short term loans CAPCHASE INC. | 145,934.39 |
| Other short term loans Fundbox INC. | |
| 1 Fundbox Loan | 0.00 |
| 10 Fundbox Loan | 0.00 |
| 11 Fundbox Loan | 0.00 |
| 12 Fundbox Loan | 0.00 |
| 13 Fundbox Loan | 0.00 |
| 14 Fundbox Loan | 0.00 |
| 15 Fundbox Loan | 0.00 |
| 16 Fundbox Loan | 634.48 |
| 17 Fundbox Loan | 0.00 |
| 18 Fundbox Loan | 0.00 |
| 19 Fundbox Loan | 0.00 |
| 2 Fundbox Loan | 0.00 |
| 20 Fundbox Loan | 0.00 |
| 21 Fundbox Loan | 0.00 |
| 22 Fundbox Loan | 1,562.30 |
| 23 Fundbox Loan | 1,854.96 |
| 24 Fundbox Loan | 2,035.84 |
| 25 Fundbox Loan | 4,178.11 |
| 26 Fundbox Loan | 2,132.30 |
| 27 Fundbox Loan | 2,475.68 |
| 28 Fundbox Loan | 2,362.36 |
| 29 Fundbox Loan | 2,384.90 |
| 3 Fundbox Loan | 0.00 |
| 30 Fundbox Loan | 2,705.25 |
| 31 Fundbox Loan | 2,456.48 |
| 32 Fundbox Loan | 2,071.36 |
| 33 Fundbox Loan | 4,072.60 |
| 34 Fundbox Loan | 1,789.00 |
| 35 Fundbox Loan | 1,814.00 |
| 4 Fundbox Loan | 0.00 |
| 5 Fundbox Loan | 0.00 |
| 6 Fundbox Loan | 0.00 |
| 7 Fundbox Loan | 0.00 |
| 8 Fundbox Loan | 0.00 |
| 9 Fundbox Loan | 0.00 |
| Total Other short term loans Fundbox INC. | 34,529.62 |
| Other short term loans JCM Inc | 50,113.76 |
| Other short term loans JCM USA LLC | 32,980.00 |
| Other short term loans LIBERTAS FUNDING | |
| 1 - LIBERTAS FUNDING | 203,250.05 |
| Total Other short term loans LIBERTAS FUNDING | 203,250.05 |
| Other short term loans MODERN LIVING REAL ESTATE LLC | 0.00 |
| Other short term loans Nancy Cook | 0.00 |

| | TOTAL |
|--|-----------------------|
| Other short term loans Pipe.com | |
| 1 Pipe.com Loan | 0.00 |
| 10 Pipe.com Loan | 1,327.89 |
| 11 Pipe.com Loan | 657.82 |
| 13 Pipe.com Loan | 5,348.92 |
| 14 Pipe.com Loan | 0.00 |
| 15 Pipe.com Loan | 10,098.72 |
| 16 Pipe.com Loan | 9,782.67 |
| 17 Pipe.com Loan | 1,790.00 |
| 18 Pipe.com Loan | 839.88 |
| 19 Pipe.com Loan | 0.00 |
| 2 Pipe.com Loan | 0.00 |
| 20 Pipe.com Loan | 0.00 |
| 21 Pipe.com Loan | 3,456.67 |
| 23 Pipe.com Loan | 309.91 |
| 24 Pipe.com Loan | 1,934.24 |
| 25 Pipe.com Loan | 1,127.87 |
| 26 Pipe.com Loan | 93.61 |
| 28 Pipe.com Loan | 713.77 |
| 29 Pipe.com Loan | 197.77 |
| 3 Pipe.com Loan | 0.00 |
| 4 Pipe.com Loan | 0.00 |
| 5 Pipe.com Loan | 0.00 |
| 6 Pipe.com Loan | 0.00 |
| 7 Pipe.com Loan | 0.00 |
| 8 Pipe.com Loan | 0.00 |
| 9 Pipe.com Loan | 0.00 |
| Total Other short term loans Pipe.com | 37,679.74 |
| Other short term loans Samuel Cook | 50,172.17 |
| Other short term loans Sandor Hatvany | 100,000.00 |
| Other shot term loans Latka Capital Fund I LP | |
| 1 - Latka Capital Fund | 0.00 |
| 2 - Latka Capital Fund | 0.00 |
| Total Other shot term loans Latka Capital Fund I LP | 0.00 |
| PayPal Loan | 0.00 |
| SVB Loan | 62,791.65 |
| Total Other short term loans | 1,069,253.79 |
| Total current liabilities | \$1,637,438.69 |
| Non-current liabilities: | |
| Entied dilution warrant | |
| Entied dilution warrant TechStars | 20,000.00 |
| Total Entied dilution warrant | 20,000.00 |
| Loans | |
| EIDL loan | 34,900.00 |
| Total Loans | 34,900.00 |
| Long-term Loan Fluidlytix, LLC | 37,700.00 |
| Obligations to investors | |
| Obligation to investors JCM Inc Inc | 0.00 |
| Obligations to investors JCM USA | 0.00 |
| Total Obligations to investors | 0.00 |

| | TOTAL |
|---|-----------------------|
| Restricted Shares | |
| Restricted Shares Andrew Turner | 1,500.00 |
| Restricted Shares Antony Orlando | 1,500.00 |
| Restricted Shares Benoit Carpent | 750.00 |
| Restricted Shares Bradley Furber | 6,000.00 |
| Restricted Shares Brian Sweigart | 1,500.00 |
| Restricted Shares David Gonzalez (Simply the Coolest LLC) | 1,500.00 |
| Restricted Shares Ewa Wysocka | 250.00 |
| Restricted Shares Joel Trammell | 750.00 |
| Restricted Shares Rory Kilmartin | 1,500.00 |
| Restricted Shares Sandor Hatvany | 1,500.00 |
| Restricted Shares Shchyrin Yuri | 500.00 |
| Restricted Shares STAGE 22 PRODUCTIONS (Ron Lynch) | 291.69 |
| Restricted Shares Thomas Dorame | 1,500.00 |
| Total Restricted Shares | 19,041.69 |
| Safe Notes | |
| Bridge Safe Notes | |
| Bridge Safe Note Andrew Turner | 10,000.00 |
| Bridge Safe Note IRA FINANCIAL TRUST | 7,000.00 |
| Bridge Safe Notes 2Enable Partners VIII LP | 200,000.00 |
| Bridge Safe Notes AIN SPV SERIES LLC | 225,000.00 |
| Bridge Safe Notes Benoit Carpent | 50,000.00 |
| Bridge Safe Notes Graham Massell | 30,000.00 |
| Bridge Safe Notes Steve Kerekes | 10,000.00 |
| Total Bridge Safe Notes | 532,000.00 |
| Pre-Seed Safe Notes | |
| Pre Seed Safe Note - JAMES COOK MEDIA LTD | 711,003.28 |
| Pre Seed Safe Note 2Enable Partners VIII LP | 450,754.00 |
| Pre Seed Safe Note Antony Orlando | 30,000.00 |
| Pre Seed Safe Note Baltic Capital Management BV | 25,000.00 |
| Pre Seed Safe Note Bradley Furber | 45,000.00 |
| Pre Seed Safe Note Brian Sweigart | 45,000.00 |
| Pre Seed Safe Note DEBORAH SYLVIA MABEL M CAMERON | 10,000.00 |
| Pre Seed Safe Note Derek Jonathan Sparks | 25,000.00 |
| Pre Seed Safe Note Janice Orlando | 30,000.00 |
| Pre Seed Safe Note Jeff Mitchell | 20,000.00 |
| Pre Seed Safe Note LESTER J GOLDEN | 15,000.00 |
| Pre Seed Safe Note Stender Sweeney | 20,000.00 |
| Pre Seed Safe Note Thomas Dorame | 25,000.00 |
| Pre Seed Safe Note Vinay Agarwala | 25,000.00 |
| Pre Seed Safe Note Xiaohui Wang Katy | 25,000.00 |
| Pre Seed Safe Note Chris Plough | 25,000.00 |
| Total Pre-Seed Safe Notes | 1,526,757.28 |
| Total Safe Notes | 2,058,757.28 |
| Total non-current liabilities | \$2,170,398.97 |
| Shareholders' equity: | |
| Net Income | -526,047.55 |
| Owners, Partners, Stockholders Equity | |
| Common Stock | 100.00 |
| Total Owners, Partners, Stockholders Equity | 100.00 |

| | TOTAL |
|--|-------------------------|
| Pledged Shares | |
| Pledged Shares (4,000,000) - Samuel Cook | 120,000.00 |
| Pledged Shares (1,000,000) - Mark Zollner | 30,000.00 |
| Pledged Shares (1,000,000) - Oleksandr Golovan | 30,000.00 |
| Pledged Shares (2,000,000) - Tyron Dyson | 60,000.00 |
| Total Pledged Shares | 240,000.00 |
| Retained Earnings | -2,525,502.02 |
| Total shareholders' equity | \$ -2,811,449.57 |
| Total liabilities and equity | \$996,388.09 |

SanityDesk, Inc

Profit and Loss

1 January - 10 June, 2022

| | TOTAL |
|--|-------------------|
| Income | |
| Sales | 0.00 |
| SD Products | |
| Marketplace | |
| Marketplace Deal_Ads Management | 7,906.00 |
| Marketplace Deal_Coaching | 0.00 |
| Marketplace Deal_Copywriting | 18,946.00 |
| Marketplace Deal_Design Services | 1,345.00 |
| Marketplace Deal_Facebook Ads Management | 12,264.50 |
| Marketplace Deal_Onboarding | |
| Marketplace Deal_SF Launch Program Basic | 7,445.98 |
| Marketplace Deal_SF Launch Program Custom | 21,746.01 |
| Marketplace Deal_SF Launch Program Platinum | 57,327.00 |
| Marketplace Deal_SF Launch Program Premium | 46,390.00 |
| Total Marketplace Deal_Onboarding | 132,908.99 |
| Marketplace Deal_Social Media Management | 5,483.00 |
| Marketplace Deal_Website Build | 2,500.00 |
| Total Marketplace | 181,353.49 |
| SD Marketing Accounts (Subscriptions) | |
| SD Marketing Enterprise | 239,636.31 |
| SD Marketing Enterprise Bundle | 598.00 |
| Total SD Marketing Enterprise | 240,234.31 |
| SD Marketing Pro | 33,684.73 |
| Total SD Marketing Accounts (Subscriptions) | 273,919.04 |
| SD-SMA Products | |
| SMA STDA MasterClass | |
| SMA STDA Book | 1,542.60 |
| SMA STDA MasterClass Basic | 13,523.65 |
| SMA STDA MasterClass Basic, SMA Paid Traffic | 148.00 |
| SMA STDA MasterClass Basic, SMA Sales Training | 6,666.04 |
| SMA STDA MasterClass Basic, SMA Sales Training, SMA Paid Traffic | 177.00 |
| SMA STDA MasterClass Basic, SMA Sales Training, SMA Paid Traffic, SMA Story Film | 1,516.36 |
| SMA STDA MasterClass Basic, SMA Sales Training, SMA Story Film | 785.00 |
| SMA STDA MasterClass Basic, SMA Story Film | 896.00 |
| SMA STDA MasterClass Premium | 2,397.00 |
| SMA STDA MasterClass Pro | 3,384.12 |
| SMA STDA MasterClass Pro, SMA Marketing Expert Coaching | 695.00 |
| SMA STDA MasterClass Pro, SMA Sales Training, SMA Marketing Expert Coaching | 406.00 |
| SMA STDA MasterClass Pro, SMA Sales Training, SMA Marketing Expert, SMA Paid Traffic, SMA Story Film | 2,057.00 |
| Total SMA STDA MasterClass | 34,193.77 |

| | TOTAL |
|------------------------------------|---------------------|
| Total SD-SMA Products | 34,193.77 |
| SF Digital Products | |
| SD CSM Support | 600.00 |
| SF MasterClass | |
| SFMC Funnel Mapping Call | 9,219.00 |
| SFMC Funnel Mapping Call Premium | 2,998.00 |
| SFMC MasterClass Basic | 99.00 |
| SFMC MasterClass Pro | 498.00 |
| Total SF MasterClass | 12,814.00 |
| SF Workshop | |
| SF Certification Program Essential | 1,996.00 |
| SF Guild | 14,985.00 |
| SF Workshop | 17,149.73 |
| SF Workshop Essential | 5,686.00 |
| SF Workshop Premium | -598.00 |
| Total SF Workshop | 39,218.73 |
| Total SF Digital Products | 52,632.73 |
| Total SD Products | 542,099.03 |
| SMA Products | |
| SMA MasterClass | |
| SMA MasterClass Basic | 150.00 |
| Total SMA MasterClass | 150.00 |
| SMA Membership | 570.00 |
| SMA Workshop | |
| SMA Workshop Paid Traffic | 79.00 |
| Total SMA Workshop | 79.00 |
| Total SMA Products | 799.00 |
| Total Sales | 542,898.03 |
| Sales of Product Income | 599.00 |
| Uncategorised Income | 0.00 |
| Total Income | \$543,497.03 |
| Cost of Sales | |
| Cost of sales | |
| Copywriting | 300.00 |
| Customer Success Salaries | 27,948.00 |
| Customer Support Salaries | 12,118.00 |
| Marketer Services | 66,247.50 |
| Server Costs | 3,375.24 |
| Support Commission | 4,993.53 |
| Wistia Costs | 9,360.11 |
| Total Cost of sales | 124,342.38 |
| Total Cost of Sales | \$124,342.38 |
| GROSS PROFIT | \$419,154.65 |
| Other Income(Loss) | |
| Other Income | 696.90 |
| Clearco Cashback | 3,922.90 |
| Help on Evacuating | 45,194.80 |
| Total Other Income | 49,814.60 |
| Total Other Income(Loss) | \$49,814.60 |

| | TOTAL |
|---|-------------------|
| Expenses | |
| GENERAL & ADMINISTRATIVE COSTS | |
| Banking costs | |
| Other bank costs | 7,037.87 |
| PayPal bank charges | 967.89 |
| Stripe bank charges | 21,757.15 |
| Total Banking costs | 29,762.91 |
| CFO & Accounting | 2,500.00 |
| Computer Software&Equipment | 28,720.82 |
| Soft WD | 85.94 |
| Total Computer Software&Equipment | 28,806.76 |
| Depreciation&Amortization | 1,925.00 |
| Intellectual Property Depreciation&Amortization | 16,666.65 |
| Start-up Costs-2 Depreciation&Amortization | 1,444.60 |
| Total Depreciation&Amortization | 20,036.25 |
| HR expenses | 12,267.24 |
| Human Resources | |
| Education Salaries | 4,326.00 |
| Management Salaries | 63,586.32 |
| Total Human Resources | 67,912.32 |
| Legal&Professional Service | 105,370.00 |
| Meeting and Entertainment | 1,480.75 |
| Office and rental expenses | |
| Office costs | 47.00 |
| Office Equipment | 112.56 |
| Office Rent | 11,314.00 |
| Total Office and rental expenses | 11,473.56 |
| Other Administrative Expenses | 1,851.06 |
| Third party contractors | 8,791.00 |
| Travel | |
| Accommodation and meals | 44.98 |
| Other travel expenses | 84.80 |
| Plane&train and bus tickets | 775.94 |
| Taxi | 32.76 |
| Travel expenses WD | 223.40 |
| Total Travel | 1,161.88 |
| Total GENERAL & ADMINISTRATIVE COSTS | 291,413.73 |
| PRODUCTS & ENGINEERING | |
| Product Development | 4,228.00 |
| Production & Development Salaries | 170,563.28 |
| Total PRODUCTS & ENGINEERING | 174,791.28 |
| SALES & MARKETING | |
| Commission Costs | |
| Agency Commission | 29,822.10 |
| Marketplace commission | 39,734.40 |
| Partner commission | 5,700.95 |
| Referral commission | 2,231.20 |
| Total Commission Costs | 77,488.65 |

| | TOTAL |
|---|-----------------------|
| Marketing | |
| Ad spend | 913.60 |
| Facebook Ads Management | 132,368.13 |
| Filming Services | 800.00 |
| Marketing Consultant Services | 41,809.59 |
| Marketing Soft | 72.00 |
| Other marketing expenses | 507.95 |
| Total Marketing | 176,471.27 |
| Marketing Salaries | 16,666.00 |
| Sales Costs | |
| Sales Commission | 51,970.19 |
| Sales Consultant Services | 3,500.00 |
| Sales Salaries | 27,746.00 |
| Total Sales Costs | 83,216.19 |
| Total SALES & MARKETING | 353,842.11 |
| Uncategorised Expense | 0.00 |
| Total Expenses | \$820,047.12 |
| Other Expenses | |
| Unrealised Gain or Loss | 0.00 |
| Foreign Currency Transaction Loss | 62.92 |
| Interest on loans | |
| CAPCHASE Loan Interests | 13,563.45 |
| Clearco Loan Interests | 20,800.00 |
| Fundbox Loan Interests | 5,685.15 |
| JCM Inc Loan Interests | 1,214.30 |
| JCM USA LLC Loan Interests | 635.65 |
| LIBERTAS FUNDING Loan Interests | 60,357.05 |
| Pipe Loan Interests | 5,397.84 |
| Sandor Hatvany Loan Interests | 3,287.66 |
| Stripe Loan Interests | 16,575.00 |
| Total Interest on loans | 127,516.10 |
| Other Non-Operating Expenses | |
| Costs of Evacuation | 32,135.59 |
| Other Expense WD | 95.04 |
| Other Expenses | |
| Borderland Expenses | 921.03 |
| Borderland Salaries | 11,242.00 |
| Total Borderland Expenses | 12,163.03 |
| Penalties and settlements | 2,997.00 |
| Total Other Expenses | 15,160.03 |
| Total Other Non-Operating Expenses | 47,390.66 |
| Total Other Expenses | \$174,969.68 |
| NET EARNINGS | \$ -526,047.55 |

SanityDesk, Inc

Statement of Cash Flows

1 January - 10 June, 2022

| | TOTAL |
|---|-------------|
| Cash flows from operating activities | |
| Profit for the year | -526,047.55 |
| Adjustments for non-cash income and expenses: | |
| Accounts Receivable (A/R) | 4,949.00 |
| Accrued Assets:Prepaid Expense | -1,000.00 |
| Accrued Assets:Prepaid Expense:Prepaid Commissions | 478.00 |
| Accrued Assets:Prepaid Expense:Prepaid Expenses Office Rent | 6,972.56 |
| Accrued Assets:Prepaid Expense:Prepaid Expenses to be refunded | -445.34 |
| Accrued Assets:Prepaid Expense:Prepayments to Dmytro Leonov | -3,116.00 |
| Accrued Assets:Prepaid Expense:Prepayments for Soft | 1,345.22 |
| Accrued Assets:Prepaid Expense:Prepayments Sofiia Neroda | 0.00 |
| Accrued Assets:Prepaid Expense:Prepayments to JCM Inc. | -82,025.68 |
| Accrued Assets:Prepaid Expense:Prepayments to Stanislav Kovalenko | 0.00 |
| Accrued Assets:Prepaid Expense:Prepayments to Tyron Dizon | 3,000.00 |
| Accrued Assets:Prepaid Expense:Prepayments to Vladyslava Rogachenko | 200.00 |
| Loans to Shareholders:Loans to Samuel Cook | -7,000.00 |
| Accumulated amortization on Intangible Assets | 20,036.25 |
| Accounts Payable (A/P) | 41,119.51 |
| Accounts Payable (A/P):Loan interests to pay | -428.62 |
| Accounts Payable (A/P):Loan interests to pay:CapChase Loan interests to pay | 11,997.47 |
| Accounts Payable (A/P):Loan interests to pay:Clearco Loan interests to pay | 12,600.00 |
| Accounts Payable (A/P):Loan interests to pay:Fundbox Loan interests to pay | 1,796.74 |
| Accounts Payable (A/P):Loan interests to pay:JCM Inc Loan Interests to pay | 627.09 |
| Accounts Payable (A/P):Loan interests to pay:JCM USA Inc Loan Interests to pay | 635.65 |
| Accounts Payable (A/P):Loan interests to pay:Libertas Loan interests to pay | 54,166.45 |
| Accounts Payable (A/P):Loan interests to pay:Pipe Loan interests to pay | 2,380.12 |
| Accounts Payable (A/P):Loan interests to pay:Sandor Hatvany Loan Interests to pay | 3,287.66 |
| Accounts Payable (A/P):Loan interests to pay:Stripe Loan interests to pay | 11,000.00 |
| Accrued Liabilities:Deferred (unearned) Revenue | -7,893.45 |
| Other short term loans:2011-I PARTNERS TRUST | 40,000.00 |
| Other short term loans:3 Stripe Loan | -57,074.09 |
| Other short term loans:4 Stripe Loan | 118,475.51 |
| Other short term loans:Brex Loan | -7,972.47 |
| Other short term loans:Clearbanc Loan | 60,684.56 |
| Other short term loans:Other short term loans CAPCHASE INC.:1 - CAPCHASE INC. | -14,320.00 |
| Other short term loans:Other short term loans CAPCHASE INC.:2 - CAPCHASE INC. | -5,091.17 |
| Other short term loans:Other short term loans CAPCHASE INC.:3 - CAPCHASE INC. | -5,838.48 |
| Other short term loans:Other short term loans Fundbox INC.:10 Fundbox Loan | -3,187.72 |
| Other short term loans:Other short term loans Fundbox INC.:11 Fundbox Loan | -1,843.88 |
| Other short term loans:Other short term loans Fundbox INC.:12 Fundbox Loan | -1,909.72 |
| Other short term loans:Other short term loans Fundbox INC.:13 Fundbox Loan | -1,282.80 |
| Other short term loans:Other short term loans Fundbox INC.:14 Fundbox Loan | -2,030.32 |
| Other short term loans:Other short term loans Fundbox INC.:15 Fundbox Loan | -2,320.36 |
| Other short term loans:Other short term loans Fundbox INC.:16 Fundbox Loan | -2,569.65 |
| Other short term loans:Other short term loans Fundbox INC.:17 Fundbox Loan | -2,641.24 |
| Other short term loans:Other short term loans Fundbox INC.:18 Fundbox Loan | -3,205.05 |
| Other short term loans:Other short term loans Fundbox INC.:19 Fundbox Loan | -3,133.17 |
| Other short term loans:Other short term loans Fundbox INC.:20 Fundbox Loan | -3,700.00 |

| | TOTAL |
|---|-----------------------|
| Other short term loans:Other short term loans Fundbox INC.:21 Fundbox Loan | 0.00 |
| Other short term loans:Other short term loans Fundbox INC.:22 Fundbox Loan | 1,562.30 |
| Other short term loans:Other short term loans Fundbox INC.:23 Fundbox Loan | 1,854.96 |
| Other short term loans:Other short term loans Fundbox INC.:24 Fundbox Loan | 2,035.84 |
| Other short term loans:Other short term loans Fundbox INC.:25 Fundbox Loan | 4,178.11 |
| Other short term loans:Other short term loans Fundbox INC.:26 Fundbox Loan | 2,132.30 |
| Other short term loans:Other short term loans Fundbox INC.:27 Fundbox Loan | 2,475.68 |
| Other short term loans:Other short term loans Fundbox INC.:28 Fundbox Loan | 2,362.36 |
| Other short term loans:Other short term loans Fundbox INC.:29 Fundbox Loan | 2,384.90 |
| Other short term loans:Other short term loans Fundbox INC.:30 Fundbox Loan | 2,705.25 |
| Other short term loans:Other short term loans Fundbox INC.:31 Fundbox Loan | 2,456.48 |
| Other short term loans:Other short term loans Fundbox INC.:32 Fundbox Loan | 2,071.36 |
| Other short term loans:Other short term loans Fundbox INC.:33 Fundbox Loan | 4,072.60 |
| Other short term loans:Other short term loans Fundbox INC.:34 Fundbox Loan | 1,789.00 |
| Other short term loans:Other short term loans Fundbox INC.:35 Fundbox Loan | 1,814.00 |
| Other short term loans:Other short term loans Fundbox INC.:5 Fundbox Loan | -1,674.46 |
| Other short term loans:Other short term loans Fundbox INC.:9 Fundbox Loan | -2,773.55 |
| Other short term loans:Other short term loans JCM Inc | -2,000.00 |
| Other short term loans:Other short term loans JCM USA LLC | -20.00 |
| Other short term loans:Other short term loans LIBERTAS FUNDING:1 - LIBERTAS FUNDING | -26,571.40 |
| Other short term loans:Other short term loans Pipe.com:1 Pipe.com Loan | -2,611.50 |
| Other short term loans:Other short term loans Pipe.com:10 Pipe.com Loan | -2,956.68 |
| Other short term loans:Other short term loans Pipe.com:11 Pipe.com Loan | -1,837.40 |
| Other short term loans:Other short term loans Pipe.com:13 Pipe.com Loan | -6,703.57 |
| Other short term loans:Other short term loans Pipe.com:14 Pipe.com Loan | -368.11 |
| Other short term loans:Other short term loans Pipe.com:15 Pipe.com Loan | -7,487.87 |
| Other short term loans:Other short term loans Pipe.com:16 Pipe.com Loan | -5,338.83 |
| Other short term loans:Other short term loans Pipe.com:17 Pipe.com Loan | -4,325.14 |
| Other short term loans:Other short term loans Pipe.com:18 Pipe.com Loan | -518.93 |
| Other short term loans:Other short term loans Pipe.com:19 Pipe.com Loan | -93.61 |
| Other short term loans:Other short term loans Pipe.com:20 Pipe.com Loan | -3,860.03 |
| Other short term loans:Other short term loans Pipe.com:21 Pipe.com Loan | -2,392.44 |
| Other short term loans:Other short term loans Pipe.com:23 Pipe.com Loan | -1,374.54 |
| Other short term loans:Other short term loans Pipe.com:24 Pipe.com Loan | -3,130.22 |
| Other short term loans:Other short term loans Pipe.com:25 Pipe.com Loan | -1,127.85 |
| Other short term loans:Other short term loans Pipe.com:26 Pipe.com Loan | -93.59 |
| Other short term loans:Other short term loans Pipe.com:28 Pipe.com Loan | -1,427.54 |
| Other short term loans:Other short term loans Pipe.com:29 Pipe.com Loan | -98.89 |
| Other short term loans:Other short term loans Pipe.com:4 Pipe.com Loan | -897.00 |
| Other short term loans:Other short term loans Pipe.com:6 Pipe.com Loan | -3,250.31 |
| Other short term loans:Other short term loans Pipe.com:7 Pipe.com Loan | -3,340.00 |
| Other short term loans:Other short term loans Samuel Cook | 50,000.00 |
| Other short term loans:SVB Loan | 55,363.75 |
| Total Adjustments for non-cash income and expenses: | 228,708.01 |
| Net cash from operating activities | \$ -297,339.54 |
| Cash flows from investing activities | |
| Investments and Financial Instruments:Investments to SanityDesk LLC | -5,000.00 |
| Promissory Notes:Promissory Note - Samuel P.N. Cook | -120,000.00 |
| Promissory Notes:Promissory Note - Mark Zollner | -30,000.00 |
| Promissory Notes:Promissory Note - Oleksandr Golovan | -30,000.00 |
| Promissory Notes:Promissory Note - Tyron Dyson | -60,000.00 |
| Net cash used in investing activities | \$ -245,000.00 |
| Cash flows from financing activities | |

| | TOTAL |
|---|----------------------|
| Safe Notes:Bridge Safe Notes:Bridge Safe Note Andrew Turner | 10,000.00 |
| Safe Notes:Bridge Safe Notes:Bridge Safe Notes 2Enable Partners VIII LP | 100,000.00 |
| Safe Notes:Bridge Safe Notes:Bridge Safe Notes AIN SPV SERIES LLC | 129,000.00 |
| Pledged Shares:Pledged Shares (4,000,000) - Samuel Cook | 120,000.00 |
| Pledged Shares:Pledged Shares (1,000,000) - Mark Zollner | 30,000.00 |
| Pledged Shares:Pledged Shares (1,000,000) - Oleksandr Golovan | 30,000.00 |
| Pledged Shares:Pledged Shares (2,000,000) - Tyron Dyson | 60,000.00 |
| Net cash used in financing activities | \$479,000.00 |
| NET INCREASE (DECREASE) IN CASH AND CASH EQUIVALENTS | \$ -63,339.54 |
| Cash and cash equivalents at beginning of year | 90,681.41 |
| CASH AND CASH EQUIVALENTS AT END OF YEAR | \$27,341.87 |

FOR TAX YEAR 2021

SANITY DESK INC

Zavala Tax and Advising LLC

2931 Brookview Dr

Pearland, TX 77584

(281) 888-2709

Zavala Tax and Advising LLC

2931 Brookview Dr
Pearland, TX 77584
jzavala@ztxadvisors.com
Phone: (281)888-2709 | Fax: (832)827-3202

May 09, 2022

Sanity Desk Inc
501 Congress Avenue Suite 150
Austin, TX 78701

Subject: Preparation of 2021 Tax Returns

Sanity Desk Inc:

Thank you for choosing Zavala Tax and Advising LLC to assist with the 2021 taxes for Sanity Desk Inc. This letter confirms the terms of the engagement and outlines the nature and extent of the services we will provide.

We will prepare the 2021 federal and state income tax returns for Sanity Desk Inc. We will depend on management to provide the information we need to prepare complete and accurate returns. We may ask management to clarify some items but will not audit or otherwise verify the data submitted.

We will perform accounting services only as needed to prepare the tax returns. Our work will not include procedures to find defalcations or other irregularities. Accordingly, our engagement should not be relied upon to disclose errors, fraud, or other illegal acts, though it may be necessary for management to clarify some of the information submitted. We will inform management of any material errors, fraud, or other illegal acts we discover.

The law imposes penalties when taxpayers underestimate their tax liability. Call us if there are any concerns about such penalties.

Should we encounter instances of unclear tax law, or of potential conflicts in the interpretation of the law, we will outline the reasonable courses of action and the risks and consequences of each. We will ultimately adopt, on the behalf of Sanity Desk Inc, the alternative selected by management.

Our fee is based on the time required at standard billing rates plus out-of-pocket expenses. Invoices are due and payable upon presentation. All accounts not paid within thirty (30) days are subject to interest charges to the extent permitted by state law.

We will return the original records to management at the end of this engagement. Store these records, along with all supporting documents, in a secure location. We retain copies of your records and our work papers from your engagement for up to seven years, after which these documents will be destroyed.

If management has not selected to e-file the returns with our office, management will be solely responsible to file the returns with the appropriate taxing authorities. The tax matters representative should review all tax-return documents carefully before signing them. Our engagement to prepare the 2021 tax returns will conclude with the delivery of the completed returns to management, or with e-filed returns, with the tax matters representative's signature and our subsequent submittal of the tax return.

To affirm that this letter correctly summarizes the arrangements for this work, sign the enclosed copy of this letter in the space indicated and return it to us in the envelope provided.

Thank you for the opportunity to be of service. For further assistance with your tax return needs, contact our office at (281)888-2709.

Sincerely,

Jose L Zavala Jr
Zavala Tax and Advising LLC

Accepted By:

Officer

Date

Zavala Tax and Advising LLC

2931 Brookview Dr
Pearland, TX 77584
jzavala@ztxadvisors.com
Phone: (281)888-2709 | Fax: (832)827-3202

May 09, 2022

Sanity Desk Inc
501 Congress Avenue Suite 150
Austin, TX 78701

Sanity Desk Inc:

Enclosed is the 2021 Form 1120, U.S. Corporation Income Tax Return prepared for Sanity Desk Inc from the information provided. The original should be signed and dated by a corporate officer and mailed on or before October 17, 2022, to the following address:

Department of the Treasury
Internal Revenue Service Center
Ogden, UT 84201-0012

The corporation's federal return reflects neither a refund nor a balance due.

Enclosed is the 2021 Delaware Income Tax return, prepared for Sanity Desk Inc from the information provided. Mail the signed and dated original on or before July 18, 2022, to the following address:

Delaware Division of Revenue
P.O. Box 2044
Wilmington, DE 19899-2044

The corporation's Delaware Income Tax return reflects neither a refund nor a balance due.

Thank you for the opportunity to be of service. For further assistance with the corporation's tax return needs, contact this office at (281)888-2709.

Sincerely,

Jose L Zavala Jr
Zavala Tax and Advising LLC

Zavala Tax and Advising LLC

2931 Brookview Dr
Pearland, TX 77584
jzavala@ztxadvisors.com
Phone: (281)888-2709 | Fax: (832)827-3202

May 09, 2022

Sanity Desk Inc
501 Congress Avenue Suite 150
Austin, TX 78701

Your privacy is important to us. Read the following privacy policy.

We collect nonpublic personal information about you from various sources, including:

- * Interviews regarding your tax situation
- * Applications, organizers, or other documents that supply such information as your name, address, telephone number, Social Security Number, number of dependents, income, and other tax-related data
- * Tax-related documents you provide that are required for processing tax returns, such as Forms W-2, 1099R, 1099-INT and 1099-DIV, and stock transactions

We do not disclose any nonpublic personal information about our clients or former clients to anyone, except as requested by our clients or as required by law.

We restrict access to personal information concerning you, except to our employees who need such information in order to provide products or services to you. We maintain physical, electronic, and procedural safeguards that comply with federal regulations to guard your personal information.

If you have any questions about our privacy policy, contact our office at (281)888-2709.

Sincerely,

Jose L Zavala Jr
Zavala Tax and Advising LLC

Zavala Tax and Advising LLC

2931 Brookview Dr
Pearland, TX 77584
jzavala@ztxadvisors.com
Phone: (281)888-2709 | Fax: (832)827-3202

Statement of Account

| Date | Invoice # |
|--------------|-----------|
| May 09, 2022 | |

Sanity Desk Inc
501 Congress Avenue Suite 150
Austin, TX 78701

| Description | Fee | Payments | Balance |
|-----------------|------|------------------|-------------|
| Tax Preparation | 0.00 | | 0.00 |
| | | Total Due | 0.00 |

Send payments to: Zavala Tax and Advising LLC
 2931 Brookview Dr
 Pearland, TX 77584

Send questions to jzavala@ztxadvisors.com or call (281)888-2709.

Thank you for your business!

Acknowledgement and General Information for Entities That File Returns Electronically

2021

Name(s) as shown on return

Sanity Desk Inc

Employer Identification Number

****-***8516**

Entity address

501 Congress Avenue Suite 150Austin, TX 78701**Thank you for participating in IRS e-file.**

1. ☒ 2021 7004 income tax return for Federal was filed electronically.
The electronic filing services were provided by Zavala Tax and Advising LLC.
2. ☒ 7004 income tax return was accepted on 04-11-2022 using a Personal Identification Number (PIN) as an electronic signature. The entity entered a PIN or authorized the Electronic Return Originator (ERO) to enter or generate a PIN signature. The submission ID assigned to this return is 7993312022101gndzoww.

**PLEASE DO NOT SEND A PAPER COPY OF ENTITY'S RETURN TO THE
IRS. IF YOU DO, IT WILL DELAY THE PROCESSING OF THE RETURN.**

2021

For calendar year 2021 or tax year beginning _____, 2021, ending _____, 20____
► Go to www.irs.gov/Form1120 for instructions and the latest information.

- A Check if:**
1a Consolidated return (attach Form 851) ☐
b Life/nonlife consolidated return ☐
2 Personal holding co. (attach Sch. PH) ☐
3 Personal service corp. (see instructions) ☐
4 Schedule M-3 attached ☐

| | |
|----------------------|--|
| TYPE OR PRINT | Name Sanity Desk Inc |
| | Number, street, and room or suite no. If a P.O. box, see instructions. 501 Congress Avenue Suite 150 |
| | City or town, state or province, country and ZIP or foreign postal code Austin TX 78701 |
| | |

| |
|---|
| B Employer identification number 84-3538516 |
| C Date incorporated 10-29-2019 |
| D Total assets (see instructions) \$ 754,500 |

| | | |
|---|---|-----------------------|
| E Check if: (1) <input type="checkbox"/> Initial return (2) <input type="checkbox"/> Final return (3) <input type="checkbox"/> Name change (4) <input type="checkbox"/> Address change | | |
| Income | 1a Gross receipts or sales 1,354,277 | |
| | 1b Returns and allowances | |
| | c Balance. Subtract line 1b from line 1a | 1c 1,354,277 |
| | 2 Cost of goods sold (attach Form 1125-A) | 2 938,205 |
| | 3 Gross profit. Subtract line 2 from line 1c | 3 416,072 |
| | 4 Dividends and inclusions (Schedule C, line 23) | 4 |
| | 5 Interest | 5 |
| | 6 Gross rents | 6 |
| | 7 Gross royalties | 7 |
| | 8 Capital gain net income (attach Schedule D (Form 1120)) | 8 |
| | 9 Net gain or (loss) from Form 4797, Part II, line 17 (attach Form 4797) | 9 |
| 10 Other income (see instructions - attach statement) Statement #1 | 10 73,272 | |
| 11 Total income. Add lines 3 through 10 | 11 489,344 | |
| Deductions (See instructions for limitations on deductions.) | 12 Compensation of officers (see instructions - attach Form 1125-E) | 12 |
| | 13 Salaries and wages (less employment credits) | 13 |
| | 14 Repairs and maintenance | 14 |
| | 15 Bad debts | 15 |
| | 16 Rents | 16 38,989 |
| | 17 Taxes and licenses Wks Tax/Lic | 17 146 |
| | 18 Interest (see instructions) | 18 111,247 |
| | 19 Charitable contributions | 19 |
| | 20 Depreciation from Form 4562 not claimed on Form 1125-A or elsewhere on return (attach Form 4562) | 20 |
| | 21 Depletion | 21 |
| | 22 Advertising | 22 |
| | 23 Pension, profit-sharing, etc., plans | 23 |
| | 24 Employee benefit programs | 24 |
| | 25 Reserved for future use | 25 |
| | 26 Other deductions (attach statement) Statement #5 | 26 2,202,852 |
| | 27 Total deductions. Add lines 12 through 26 | 27 2,353,234 |
| | 28 Taxable income before net operating loss deduction and special deductions. Subtract line 27 from line 11 | 28 (1,863,890) |
| | 29a Net operating loss deduction (see instructions) | |
| b Special deductions (Schedule C, line 24) | | |
| c Add lines 29a and 29b | 29c | |
| Tax, Refundable Credits, & Payments | 30 Taxable income. Subtract line 29c from line 28. See instructions | 30 (1,863,890) |
| | 31 Total tax (Schedule J, Part I, line 11) | 31 0 |
| | 32 Reserved for future use | 32 |
| | 33 Total payments and credits (Schedule J, Part III, line 23) | 33 |
| | 34 Estimated tax penalty. See instructions. Check if Form 2220 is attached <input type="checkbox"/> | 34 |
| | 35 Amount owed. If line 33 is smaller than the total of lines 31 and 34, enter amount owed | 35 |
| | 36 Overpayment. If line 33 is larger than the total of lines 31 and 34, enter amount overpaid | 36 |
| | 37 Enter amount from line 36 you want: Credited to 2022 estimated tax <input type="checkbox"/> Refunded <input type="checkbox"/> | 37 |

Sign Here

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief, it is true, correct, and complete. Declaration of preparer (other than taxpayer) is based on all information of which preparer has any knowledge.

Samuel Cook
Signature of officer

Date

President
Title

May the IRS discuss this return with the preparer shown below? See instructions. ☐ Yes ☒ No

Paid Preparer Use Only

| | | | |
|--|---|---------------------------|--|
| Print/Type preparer's name Jose L Zavala Jr | Preparer's signature Jose L Zavala Jr | Date 05-09-2022 | Check <input checked="" type="checkbox"/> if self-employed PTIN XXXXXXXXXX |
| Firm's name ► Zavala Tax and Advising LLC | Firm's EIN ► 82-1836002 | | |
| Firm's address ► 2931 Brookview Dr Pearland TX 77584 | Phone no. (281) 888-2709 | | |

Form 1120 (2021)

Sanity Desk Inc

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| Schedule C Dividends, Inclusions, and Special Deductions (see instructions) | | (a) Dividends and inclusions | (b) % | (c) Special deductions (a) x (b) |
|--|--|------------------------------|------------------|----------------------------------|
| 1 | Dividends from less-than-20%-owned domestic corporations (other than debt-financed stock) | | 50 | |
| 2 | Dividends from 20%-or-more-owned domestic corporations (other than debt-financed stock) | | 65 | |
| 3 | Dividends on certain debt-financed stock of domestic and foreign corporations | | See instructions | |
| 4 | Dividends on certain preferred stock of less-than-20%-owned public utilities | | 23.3 | |
| 5 | Dividends on certain preferred stock of 20%-or-more-owned public utilities | | 26.7 | |
| 6 | Dividends from less-than-20%-owned foreign corporations and certain FSCs | | 50 | |
| 7 | Dividends from 20%-or-more-owned foreign corporations and certain FSCs | | 65 | |
| 8 | Dividends from wholly owned foreign subsidiaries | | 100 | |
| 9 | Subtotal. Add lines 1 through 8. See instructions for limitations. | | See instructions | |
| 10 | Dividends from domestic corporations received by a small business investment company operating under the Small Business Investment Act of 1958. | | 100 | |
| 11 | Dividends from affiliated group members | | 100 | |
| 12 | Dividends from certain FSCs | | 100 | |
| 13 | Foreign-source portion of dividends received from a specified 10%-owned foreign corporation (excluding hybrid dividends) (see instructions) | | 100 | |
| 14 | Dividends from foreign corporations not included on line 3, 6, 7, 8, 11, 12, or 13 (including any hybrid dividends) | | | |
| 15 | Reserved for future use | | | |
| 16a | Subpart F inclusions derived from the sale by a controlled foreign corporation (CFC) of the stock of a lower-tier foreign corporation treated as a dividend (attach Form(s) 5471) (see instructions) | | 100 | |
| b | Subpart F inclusions derived from hybrid dividends of tiered corporations (attach Form(s) 5471) (see instructions) | | | |
| c | Other inclusions from CFCs under subpart F not included on line 16a, 16b, or 17 (attach Form(s) 5471) (see instructions) | | | |
| 17 | Global Intangible Low-Taxed Income (GILTI) (attach Form(s) 5471 and Form 8992) | | | |
| 18 | Gross-up for foreign taxes deemed paid | | | |
| 19 | IC-DISC and former DISC dividends not included on line 1, 2, or 3 | | | |
| 20 | Other dividends | | | |
| 21 | Deduction for dividends paid on certain preferred stock of public utilities. | | | |
| 22 | Section 250 deduction (attach Form 8993) | | | |
| 23 | Total dividends and inclusions. Add column (a), lines 9 through 20. Enter here and on page 1, line 4 | | | |
| 24 | Total special deductions. Add column (c), lines 9 through 22. Enter here and on page 1, line 29b. | | | |

Schedule J Tax Computation and Payment (see instructions)**Part I - Tax Computation**

| | | | | |
|-----------|--|--------------------------|-----------|---|
| 1 | Check if the corporation is a member of a controlled group (attach Schedule O (Form 1120)). See instructions | <input type="checkbox"/> | | |
| 2 | Income tax. See instructions | | 2 | 0 |
| 3 | Base erosion minimum tax amount (attach Form 8991) | | 3 | |
| 4 | Add lines 2 and 3 | | 4 | 0 |
| 5a | Foreign tax credit (attach Form 1118) | 5a | 0 | |
| b | Credit from Form 8834 (see instructions) | 5b | | |
| c | General business credit (attach Form 3800) | 5c | | |
| d | Credit for prior year minimum tax (attach Form 8827) | 5d | | |
| e | Bond credits from Form 8912 | 5e | | |
| 6 | Total credits. Add lines 5a through 5e | | 6 | |
| 7 | Subtract line 6 from line 4 | | 7 | 0 |
| 8 | Personal holding company tax (attach Schedule PH (Form 1120)) | | 8 | 0 |
| 9a | Recapture of investment credit (attach Form 4255) | 9a | | |
| b | Recapture of low-income housing credit (attach Form 8611) | 9b | | |
| c | Interest due under the look-back method - completed long-term contracts (attach Form 8697) | 9c | | |
| d | Interest due under the look-back method - income forecast method (attach Form 8866) | 9d | | |
| e | Alternative tax on qualifying shipping activities (attach Form 8902) | 9e | | |
| f | Interest/tax due under Section 453A(c) and/or Section 453(l) | 9f | | |
| g | Other (see instructions - attach statement) | 9g | | |
| 10 | Total. Add lines 9a through 9g | | 10 | |
| 11 | Total tax. Add lines 7, 8, and 10. Enter here and on page 1, line 31. | | 11 | 0 |

Part II - Reserved For Future Use

| | | | |
|-----------|-------------------------|-----------|--|
| 12 | Reserved for future use | 12 | |
|-----------|-------------------------|-----------|--|

Part III - Payments and Refundable Credits

| | | | |
|-----------|---|------------|-----|
| 13 | 2020 overpayment credited to 2021 | 13 | |
| 14 | 2021 estimated tax payments | 14 | |
| 15 | 2021 refund applied for on Form 4466 | 15 | () |
| 16 | Combine lines 13, 14, and 15 | 16 | |
| 17 | Tax deposited with Form 7004 | 17 | |
| 18 | Withholding (see instructions) | 18 | |
| 19 | Total payments. Add lines 16, 17, and 18 | 19 | |
| 20 | Refundable credits from: | | |
| a | Form 2439 | 20a | |
| b | Form 4136 | 20b | |
| c | Reserved for future use | 20c | |
| d | Other (attach statement - see instructions) | 20d | |
| 21 | Total credits. Add lines 20a through 20d | 21 | |
| 22 | Reserved for future use | 22 | |
| 23 | Total payments and credits. Add lines 19 and 21. Enter here and on page 1, line 33 | 23 | |

Form 1120 (2021)

Sanity Desk Inc

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Schedule K Other Information (see instructions)

| | | | |
|-------------------------|--|--|---|
| 1 | Check accounting method: a <input type="checkbox"/> Cash b <input checked="" type="checkbox"/> Accrual c <input type="checkbox"/> Other (specify) ▶ | Yes | No |
| 2 | See the instructions and enter the: | | |
| a | Business activity code no. ▶ 541511 | | |
| b | Business activity ▶ Software as a Service | | |
| c | Product or service ▶ Integrated Marketing and CRM Software | | |
| 3 | Is the corporation a subsidiary in an affiliated group or a parent-subsidiary controlled group? If "Yes," enter name and EIN of the parent corporation ▶ | | X |
| 4 | At the end of the tax year: | | |
| a | Did any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part I of Schedule G (Form 1120) (attach Schedule G) | | X |
| b | Did any individual or estate own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote? If "Yes," complete Part II of Schedule G (Form 1120) (attach Schedule G) | X | |
| 5 | At the end of the tax year, did the corporation: | | |
| a | Own directly 20% or more, or own, directly or indirectly, 50% or more of the total voting power of all classes of stock entitled to vote of any foreign or domestic corporation not included on Form 851, Affiliations Schedule? For rules of constructive ownership, see instructions If "Yes," complete (i) through (iv) below. | | X |
| (i) Name of Corporation | | (ii) Employer Identification Number (if any) | (iii) Country of Incorporation |
| | | | (iv) Percentage Owned in Voting Stock |
| | | | |
| | | | |
| | | | |
| b | Own directly an interest of 20% or more, or own, directly or indirectly, an interest of 50% or more in any foreign or domestic partnership (including an entity treated as a partnership) or in the beneficial interest of a trust? For rules of constructive ownership, see instructions If "Yes," complete (i) through (iv) below. | | X |
| (i) Name of Entity | | (ii) Employer Identification Number (if any) | (iii) Country of Organization |
| | | | (iv) Maximum Percentage Owned in Profit, Loss, or Capital |
| | | | |
| | | | |
| | | | |
| 6 | During this tax year, did the corporation pay dividends (other than stock dividends and distributions in exchange for stock) in excess of the corporation's current and accumulated earnings and profits? See sections 301 and 316 If "Yes," file Form 5452, Corporate Report of Nondividend Distributions. See the instructions for Form 5452. If this is a consolidated return, answer here for the parent corporation and on Form 851 for each subsidiary. | | X |
| 7 | At any time during the tax year, did one foreign person own, directly or indirectly, at least 25% of the total voting power of all classes of the corporation's stock entitled to vote or at least 25% of the total value of all classes of the corporation's stock? For rules of attribution, see section 318. If "Yes," enter: (a) Percentage owned ▶ and (b) Owner's country ▶ (c) The corporation may have to file Form 5472, Information Return of a 25% Foreign-Owned U.S. Corporation or a Foreign Corporation Engaged in a U.S. Trade or Business. Enter the number of Forms 5472 attached ▶ 0 | | X |
| 8 | Check this box if the corporation issued publicly offered debt instruments with original issue discount ▶ <input type="checkbox"/> If checked, the corporation may have to file Form 8281, Information Return for Publicly Offered Original Issue Discount Instruments. | | |
| 9 | Enter the amount of tax-exempt interest received or accrued during the tax year ▶ \$ | | |
| 10 | Enter the number of shareholders at the end of the tax year (if 100 or fewer) ▶ | | |
| 11 | If the corporation has an NOL for the tax year and is electing to forego the carryback period, check here (see instructions). . . . ▶ <input checked="" type="checkbox"/> If the corporation is filing a consolidated return, the statement required by Regulations section 1.1502-21(b)(3) must be attached or the election will not be valid. | | |
| 12 | Enter the available NOL carryover from prior tax years (do not reduce it by any deduction reported on page 1, line 29a.) ▶ \$ | | |
| | | | 599,912 |

Schedule K Other Information (continued from page 4)

| | Yes | No |
|--|-----|----------|
| 13 Are the corporation's total receipts (page 1, line 1a, plus lines 4 through 10) for the tax year and its total assets at the end of the tax year less than \$250,000? | | X |
| If "Yes," the corporation is not required to complete Schedules L, M-1, and M-2. Instead, enter the total amount of cash distributions and the book value of property distributions (other than cash) made during the tax year ▶ \$ | | |
| 14 Is the corporation required to file Schedule UTP (Form 1120), Uncertain Tax Position Statement? See instructions | | X |
| If "Yes," complete and attach Schedule UTP. | | |
| 15a Did the corporation make any payments in 2021 that would require it to file Form(s) 1099? | | X |
| b If "Yes," did or will the corporation file required Form(s) 1099? | | X |
| 16 During this tax year, did the corporation have an 80%-or-more change in ownership, including a change due to redemption of its own stock? | | X |
| 17 During or subsequent to this tax year, but before the filing of this return, did the corporation dispose of more than 65% (by value) of its assets in a taxable, non-taxable, or tax deferred transaction? | | X |
| 18 Did the corporation receive assets in a section 351 transfer in which any of the transferred assets had a fair market basis or fair market value of more than \$1 million? | | X |
| 19 During the corporation's tax year, did the corporation make any payments that would require it to file Forms 1042 and 1042-S under chapter 3 (sections 1441 through 1464) or chapter 4 (sections 1471 through 1474) of the Code? | | X |
| 20 Is the corporation operating on a cooperative basis? | | X |
| 21 During the tax year, did the corporation pay or accrue any interest or royalty for which the deduction is not allowed under section 267A? See instructions | | X |
| If "Yes," enter the total amount of the disallowed deductions ▶ \$ | | |
| 22 Does the corporation have gross receipts of at least \$500 million in any of the 3 preceding tax years? (See sections 59A(e)(2) and (3)) | | X |
| If "Yes," complete and attach Form 8991. | | |
| 23 Did the corporation have an election under section 163(j) for any real property trade or business or any farming business in effect during the tax year? See instructions | | X |
| 24 Does the corporation satisfy one or more of the following conditions? See instructions | | X |
| a The corporation owns a pass-through entity with current, or prior year carryover, excess business interest expense. | | |
| b The corporation's aggregate average annual gross receipts (determined under section 448(c)) for the 3 tax years preceding the current tax year are more than \$26 million and the corporation has business interest expense. | | |
| c The corporation is a tax shelter and the corporation has business interest expense. | | |
| If "Yes," complete and attach Form 8990. | | |
| 25 Is the corporation attaching Form 8996 to certify as a Qualified Opportunity Fund? | | X |
| If "Yes," enter amount from Form 8996, line 15 ▶ \$ 0 | | |
| 26 Since December 22, 2017, did a foreign corporation directly or indirectly acquire substantially all of the properties held directly or indirectly by the corporation, and was the ownership percentage (by vote or value) for purposes of section 7874 greater than 50% (for example, the shareholders held more than 50% of the stock of the foreign corporation)? If "Yes," list the ownership percentage by vote and by value. See instructions | | X |
| Percentage: By Vote By Value | | |

Form 1120 (2021)

Sanity Desk Inc

84-3538516

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| Schedule L Balance Sheets per Books | | Beginning of tax year | | End of tax year | |
|---|--|-----------------------|-----------|-----------------|-------------|
| Assets | | (a) | (b) | (c) | (d) |
| 1 | Cash | | 335,720 | | 90,681 |
| 2a | Trade notes and accounts receivable | 6,391 | | 6,044 | |
| b | Less allowance for bad debts | () | 6,391 | () | 6,044 |
| 3 | Inventories | | | | |
| 4 | U.S. government obligations | | | | |
| 5 | Tax-exempt securities (see instructions) | | | | |
| 6 | Other current assets (attach statement) | Statement #8 | 4,775 | | 14,843 |
| 7 | Loans to shareholders | | | | |
| 8 | Mortgage and real estate loans | | | | |
| 9 | Other investments (attach statement) | | | | |
| 10a | Buildings and other depreciable assets | | | | |
| b | Less accumulated depreciation | () | | () | |
| 11a | Depletable assets | | | | |
| b | Less accumulated depletion | () | | () | |
| 12 | Land (net of any amortization) | | | | |
| 13a | Intangible assets (amortizable only) | 669,274 | | 721,279 | |
| b | Less accumulated amortization | (52,284) | 616,990 | (98,347) | 622,932 |
| 14 | Other assets (attach statement) | Statement #10 | 20,000 | | 20,000 |
| 15 | Total assets | | 983,876 | | 754,500 |
| Liabilities and Shareholders' Equity | | | | | |
| 16 | Accounts payable | | 99,154 | | 414,866 |
| 17 | Mortgages, notes, bonds payable in less than 1 year | | | | |
| 18 | Other current liabilities (attach statement) | | | | |
| 19 | Loans from shareholders | | | | |
| 20 | Mortgages, notes, bonds payable in 1 year or more | | 125,123 | | 404,641 |
| 21 | Other liabilities (attach statement) | Statement #12 | 154,879 | | 937,258 |
| 22 | Capital stock: a Preferred stock | | | | |
| b | Common stock | 100 | 100 | 100 | 100 |
| 23 | Additional paid-in capital | | 1,270,000 | | 1,526,757 |
| 24 | Retained earnings-Appropriated (attach statement) | | | | |
| 25 | Retained earnings-Unappropriated | | (665,380) | | (2,529,122) |
| 26 | Adjustments to shareholders' equity (attach statement) | | | | |
| 27 | Less cost of treasury stock | | () | | () |
| 28 | Total liabilities and shareholders' equity | | 983,876 | | 754,500 |

Schedule M-1 Reconciliation of Income (Loss) per Books With Income per Return

Note: The corporation may be required to file Schedule M-3. See instructions.

| | | | | | |
|---|--|-------------|----|--|-------------|
| 1 | Net income (loss) per books | (1,863,455) | 7 | Income recorded on books this year not included on this return (itemize): Tax-exempt interest \$ _____ | |
| 2 | Federal income tax per books | | | | |
| 3 | Excess of capital losses over capital gains | | | | |
| 4 | Income subject to tax not recorded on books this year (itemize): _____ | | | | |
| 5 | Expenses recorded on books this year not deducted on this return (itemize): a Depreciation \$ _____ b Charitable contributions \$ _____ c Travel and entertainment \$ _____ | | 8 | Deductions on this return not charged against book income this year (itemize): a Depreciation \$ 435 b Charitable contributions \$ _____ | |
| 6 | Add lines 1 through 5 | (1,863,455) | 9 | Add lines 7 and 8 | 435 |
| | | | 10 | Income (page 1, line 28)-line 6 less line 9 | (1,863,890) |

Schedule M-2 Analysis of Unappropriated Retained Earnings per Books (Schedule L, Line 25)

| | | | | | |
|---|--|-------------|---|---|-------------|
| 1 | Balance at beginning of year | (665,380) | 5 | Distributions: a Cash | |
| 2 | Net income (loss) per books | (1,863,455) | b | Stock | |
| 3 | Other increases (itemize): _____ | | c | Property | |
| | | | 6 | Other decreases (itemize): _____ | 287 |
| 4 | Add lines 1, 2, and 3 | (2,528,835) | 7 | Add lines 5 and 6 | 287 |
| | | | 8 | Balance at end of year (line 4 less line 7) | (2,529,122) |

Form **1125-A**

(Rev. November 2018)

Department of the Treasury
Internal Revenue Service**Cost of Goods Sold**▶ **Attach to Form 1120, 1120-C, 1120-F, 1120S, or 1065.**▶ **Go to www.irs.gov/Form1125A for the latest information.**

OMB No. 1545-0123

| | | |
|--------------------------------|--|---|
| Name Sanity Desk Inc | | Employer identification number 84-3538516 |
| 1 | Inventory at beginning of year | 1 |
| 2 | Purchases | 2 |
| 3 | Cost of labor | 3 696,039 |
| 4 | Additional section 263A costs (attach schedule) Statement #6 | 4 242,166 |
| 5 | Other costs (attach schedule) | 5 |
| 6 | Total. Add lines 1 through 5 | 6 938,205 |
| 7 | Inventory at end of year | 7 |
| 8 | Cost of goods sold. Subtract line 7 from line 6. Enter here and on Form 1120, page 1, line 2 or the appropriate line of your tax return. See instructions | 8 938,205 |

9a Check all methods used for valuing closing inventory:

(i) ☐ Cost

(ii) ☐ Lower of cost or market

(iii) ☐ Other (Specify method used and attach explanation.) ▶

b Check if there was a writedown of subnormal goods ▶ ☐

c Check if the LIFO inventory method was adopted this tax year for any goods (if checked, attach Form 970) ▶ ☐

d If the LIFO inventory method was used for this tax year, enter amount of closing inventory computed under LIFO **9d**

e If property is produced or acquired for resale, do the rules of section 263A apply to the entity? See instructions ☐ Yes ☐ No

f Was there any change in determining quantities, cost, or valuations between opening and closing inventory? If "Yes," attach explanation ☐ Yes ☒ No

SCHEDULE G
(Form 1120)

(Rev. December 2011)
Department of the Treasury
Internal Revenue Service

Information on Certain Persons Owning the Corporation's Voting Stock

▶ Attach to Form 1120.

► See instructions.

OMB No. 1545-0123

Name

Employer identification number (EIN)

Sanity Desk Inc

84-3538516

Part I

Certain Entities Owning the Corporation's Voting Stock. (Form 1120, Schedule K, Question 4a). Complete columns (i) through (v) below for any foreign or domestic corporation, partnership (including any entity treated as a partnership), trust, or tax-exempt organization that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

[illegible]

Part II

Certain Individuals and Estates Owning the Corporation's Voting Stock. (Form 1120, Schedule K, Question 4b). Complete columns (i) through (iv) below for any individual or estate that owns directly 20% or more, or owns, directly or indirectly, 50% or more of the total voting power of all classes of the corporation's stock entitled to vote (see instructions).

[illegible]

Form **4562**Department of the Treasury
Internal Revenue Service (99)**Depreciation and Amortization**

(Including Information on Listed Property)

▶ Attach to your tax return.

▶ Go to www.irs.gov/Form4562 for instructions and the latest information.

OMB No. 1545-0172

2021Attachment
Sequence No. **179**

Name(s) shown on return

Sanity Desk Inc

Business or activity to which this form relates

FORM 1120

Identifying number

84-3538516

Part I Election To Expense Certain Property Under Section 179**Note:** If you have any listed property, complete Part V before you complete Part I.

| | |
|--|-----------|
| 1 Maximum amount (see instructions) | 1 |
| 2 Total cost of section 179 property placed in service (see instructions) | 2 |
| 3 Threshold cost of section 179 property before reduction in limitation (see instructions) | 3 |
| 4 Reduction in limitation. Subtract line 3 from line 2. If zero or less, enter -0- | 4 |
| 5 Dollar limitation for tax year. Subtract line 4 from line 1. If zero or less, enter -0-. If married filing separately, see instructions | 5 |
| 6 (a) Description of property (b) Cost (business use only) (c) Elected cost | |
| 7 Listed property. Enter the amount from line 29 | 7 |
| 8 Total elected cost of section 179 property. Add amounts in column (c), lines 6 and 7 | 8 |
| 9 Tentative deduction. Enter the smaller of line 5 or line 8 | 9 |
| 10 Carryover of disallowed deduction from line 13 of your 2020 Form 4562 | 10 |
| 11 Business income limitation. Enter the smaller of business income (not less than zero) or line 5. See instructions | 11 |
| 12 Section 179 expense deduction. Add lines 9 and 10, but don't enter more than line 11 | 12 |
| 13 Carryover of disallowed deduction to 2022. Add lines 9 and 10, less line 12 ▶ | 13 |

Note: Don't use Part II or Part III below for listed property. Instead, use Part V.**Part II Special Depreciation Allowance and Other Depreciation (Don't include listed property. See instructions.)**

| | |
|---|-----------|
| 14 Special depreciation allowance for qualified property (other than listed property) placed in service during the tax year. See instructions. | 14 |
| 15 Property subject to section 168(f)(1) election | 15 |
| 16 Other depreciation (including ACRS) | 16 |

Part III MACRS Depreciation (Don't include listed property. See instructions.)**Section A**

| | |
|--|-----------|
| 17 MACRS deductions for assets placed in service in tax years beginning before 2021 | 17 |
| 18 If you are electing to group any assets placed in service during the tax year into one or more general asset accounts, check here ▶ <input type="checkbox"/> | |

Section B - Assets Placed in Service During 2021 Tax Year Using the General Depreciation System

| (a) Classification of property | (b) Month and year placed in service | (c) Basis for depreciation (business/investment use only-see instructions) | (d) Recovery period | (e) Convention | (f) Method | (g) Depreciation deduction |
|---------------------------------------|--------------------------------------|--|---------------------|----------------|------------|----------------------------|
| 19a 3-year property | | | | | | |
| b 5-year property | | | | | | |
| c 7-year property | | | | | | |
| d 10-year property | | | | | | |
| e 15-year property | | | | | | |
| f 20-year property | | | | | | |
| g 25-year property | | | 25 yrs. | | S/L | |
| h Residential rental property | | | 27.5 yrs. | MM | S/L | |
| i Nonresidential real property | | | 27.5 yrs. | MM | S/L | |
| | | | 39 yrs. | MM | S/L | |
| | | | | MM | S/L | |

Section C - Assets Placed in Service During 2021 Tax Year Using the Alternative Depreciation System

| | | | | | | |
|-----------------------|--|--|---------|----|-----|--|
| 20a Class life | | | | | S/L | |
| b 12-year | | | 12 yrs. | | S/L | |
| c 30-year | | | 30 yrs. | MM | S/L | |
| d 40-year | | | 40 yrs. | MM | S/L | |

Part IV Summary (See instructions.)

| | |
|---|-----------|
| 21 Listed property. Enter amount from line 28 | 21 |
| 22 Total. Add amounts from line 12, lines 14 through 17, lines 19 and 20 in column (g), and line 21. Enter here and on the appropriate lines of your return. Partnerships and S corporations - see instructions | 22 |
| 23 For assets shown above and placed in service during the current year, enter the portion of the basis attributable to section 263A costs | 23 |

For Paperwork Reduction Act Notice, see separate instructions.

Form **4562** (2021)

EEA

Part V Listed Property (Include automobiles, certain other vehicles, certain aircraft, and property used for entertainment, recreation, or amusement.)

Note: For any vehicle for which you are using the standard mileage rate or deducting lease expense, complete **only** 24a, 24b, columns (a) through (c) of Section A, all of Section B, and Section C if applicable.

Section A - Depreciation and Other Information (Caution: See the instructions for limits for passenger automobiles.)

| 24a Do you have evidence to support the business/investment use claimed? <input type="checkbox"/> Yes <input type="checkbox"/> No | | | | | 24b If "Yes," is the evidence written? <input type="checkbox"/> Yes <input type="checkbox"/> No | | | | |
|---|-------------------------------|---|----------------------------|--|--|--------------------------|-------------------------------|---------------------------------|--|
| (a) Type of property (list vehicles first) | (b) Date placed in service | (c) Business/investment use percentage | (d) Cost or other basis | (e) Basis for depreciation (business/investment use only) | (f) Recovery period | (g) Method/Convention | (h) Depreciation deduction | (i) Elected section 179 cost | |
| 25 Special depreciation allowance for qualified listed property placed in service during the tax year and used more than 50% in a qualified business use. See instructions | | | | | | | 25 | | |
| 26 Property used more than 50% in a qualified business use: | | | | | | | | | |
| | | % | | | | | | | |
| | | % | | | | | | | |
| | | % | | | | | | | |
| 27 Property used 50% or less in a qualified business use: | | | | | | | | | |
| | | % | | | | S/L- | | | |
| | | % | | | | S/L- | | | |
| | | % | | | | S/L- | | | |
| 28 Add amounts in column (h), lines 25 through 27. Enter here and on line 21, page 1 | | | | | | | 28 | | |
| 29 Add amounts in column (i), line 26. Enter here and on line 7, page 1 | | | | | | | 29 | | |

Section B - Information on Use of Vehicles

Complete this section for vehicles used by a sole proprietor, partner, or other "more than 5% owner," or related person. If you provided vehicles to your employees, first answer the questions in Section C to see if you meet an exception to completing this section for those vehicles.

| | (a) Vehicle 1 | | (b) Vehicle 2 | | (c) Vehicle 3 | | (d) Vehicle 4 | | (e) Vehicle 5 | | (f) Vehicle 6 | |
|--|------------------|----|------------------|----|------------------|----|------------------|----|------------------|----|------------------|----|
| 30 Total business/investment miles driven during the year (don't include commuting miles) | | | | | | | | | | | | |
| 31 Total commuting miles driven during the year | | | | | | | | | | | | |
| 32 Total other personal (noncommuting) miles driven | | | | | | | | | | | | |
| 33 Total miles driven during the year. Add lines 30 through 32 | | | | | | | | | | | | |
| 34 Was the vehicle available for personal use during off-duty hours? | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No | Yes | No |
| 35 Was the vehicle used primarily by a more than 5% owner or related person? | | | | | | | | | | | | |
| 36 Is another vehicle available for personal use? | | | | | | | | | | | | |

Section C - Questions for Employers Who Provide Vehicles for Use by Their Employees

Answer these questions to determine if you meet an exception to completing Section B for vehicles used by employees who **aren't** more than 5% owners or related persons. See instructions.

| | | |
|--|-----|----|
| 37 Do you maintain a written policy statement that prohibits all personal use of vehicles, including commuting, by your employees? | Yes | No |
| 38 Do you maintain a written policy statement that prohibits personal use of vehicles, except commuting, by your employees? See the instructions for vehicles used by corporate officers, directors, or 1% or more owners | | |
| 39 Do you treat all use of vehicles by employees as personal use? | | |
| 40 Do you provide more than five vehicles to your employees, obtain information from your employees about the use of the vehicles, and retain the information received? | | |
| 41 Do you meet the requirements concerning qualified automobile demonstration use? See instructions | | |

Note: If your answer to 37, 38, 39, 40, or 41 is "Yes," don't complete Section B for the covered vehicles.

Part VI Amortization

| (a) Description of costs | (b) Date amortization begins | (c) Amortizable amount | (d) Code section | (e) Amortization period or percentage | (f) Amortization for this year |
|--|---------------------------------|---------------------------|---------------------|--|-----------------------------------|
| 42 Amortization of costs that begins during your 2021 tax year (see instructions): | | | | | |
| Start up Costs | 08-12-2021 | 52,005 | AMT | 15 | 1,445 |
| 43 Amortization of costs that began before your 2021 tax year | | | | | 43 |
| 44 Total. Add amounts in column (f). See the instructions for where to report | | | | | 44 |
| | | | | | 44,618 |
| | | | | | 46,063 |

Form **7004**
(Rev. December 2018)
Department of the Treasury
Internal Revenue Service

Application for Automatic Extension of Time To File Certain Business Income Tax, Information, and Other Returns

OMB No. 1545-0233

▶ **File a separate application for each return.**▶ **Go to www.irs.gov/Form7004 for instructions and the latest information.**

**Print
or
Type**

| | |
|--|---|
| Name Sanity Desk Inc | Identifying number 84-3538516 |
| Number, street, and room or suite no. (If P.O. box, see instructions.) 501 Congress Avenue Suite 150 | |
| City, town, state, and ZIP code (If a foreign address, enter city, province or state, and country (follow the country's practice for entering postal code).) Austin TX 78701 | |

Note: File request for extension by the due date of the return. See instructions before completing this form.

Part I Automatic Extension for Certain Business Income Tax, Information, and Other Returns. See instructions.

1 Enter the form code for the return listed below that this application is for 1 2

| Application Is For: | Form Code | Application Is For: | Form Code |
|---|-----------|-----------------------------------|-----------|
| Form 706-GS(D) | 01 | Form 1120-ND (section 4951 taxes) | 20 |
| Form 706-GS(T) | 02 | Form 1120-PC | 21 |
| Form 1041 (bankruptcy estate only) | 03 | Form 1120-POL | 22 |
| Form 1041 (estate other than a bankruptcy estate) | 04 | Form 1120-REIT | 23 |
| Form 1041 (trust) | 05 | Form 1120-RIC | 24 |
| Form 1041-N | 06 | Form 1120S | 25 |
| Form 1041-QFT | 07 | Form 1120-SF | 26 |
| Form 1042 | 08 | Form 3520-A | 27 |
| Form 1065 | 09 | Form 8612 | 28 |
| Form 1066 | 11 | Form 8613 | 29 |
| Form 1120 | 12 | Form 8725 | 30 |
| Form 1120-C | 34 | Form 8804 | 31 |
| Form 1120-F | 15 | Form 8831 | 32 |
| Form 1120-FSC | 16 | Form 8876 | 33 |
| Form 1120-H | 17 | Form 8924 | 35 |
| Form 1120-L | 18 | Form 8928 | 36 |
| Form 1120-ND | 19 | | |

Part II All Filers Must Complete This Part

- 2 If the organization is a foreign corporation that does not have an office or place of business in the United States, check here ▶ ☐
- 3 If the organization is a corporation and is the common parent of a group that intends to file a consolidated return, check here ▶ ☐
If checked, attach a statement listing the name, address, and employer identification number (EIN) for each member covered by this application.
- 4 If the organization is a corporation or partnership that qualifies under Regulations section 1.6081-5, check here . . . ▶ ☐
- 5a The application is for calendar year 20 21 , or tax year beginning _____, 20____, and ending _____, 20____.
- b **Short tax year.** If this tax year is less than 12 months, check the reason: ☐ Initial return ☐ Final return
☐ Change in accounting period ☐ Consolidated return to be filed ☐ Other (See instructions-attach explanation.)
- | | | |
|--|---|---|
| 6 Tentative total tax | 6 | 0 |
| 7 Total payments and credits. See instructions | 7 | 0 |
| 8 Balance due. Subtract line 7 from line 6. See instructions | 8 | 0 |

For Privacy Act and Paperwork Reduction Act Notice, see separate instructions.

Form **7004** (Rev. 12-2018)

Form **8879-C****IRS e-file Signature Authorization for Form 1120**

OMB No. 1545-0123

For calendar year 2021, or tax year beginning _____, 2021, ending _____, 20____

2021Department of the Treasury
Internal Revenue Service▶ **Do not send to the IRS. Keep for your records.**
▶ **Go to www.irs.gov/Form8879C for the latest information.**

Name of corporation

Employer identification number

Sanity Desk Inc**84-3538516****Part I Tax Return Information** (Whole dollars only)

| | | | |
|----------|---|----------|--------------------|
| 1 | Total income (Form 1120, line 11) | 1 | 489,344 |
| 2 | Taxable income (Form 1120, line 30) | 2 | (1,863,890) |
| 3 | Total tax (Form 1120, line 31) | 3 | 0 |
| 4 | Amount owed (Form 1120, line 35) | 4 | 0 |
| 5 | Overpayment (Form 1120, line 36) | 5 | 0 |

Part II Declaration and Signature Authorization of Officer. Be sure to get a copy of the corporation's return.

Under penalties of perjury, I declare that I am an officer of the above corporation and that I have examined a copy of the corporation's 2021 electronic income tax return and accompanying schedules and statements and to the best of my knowledge and belief, it is true, correct, and complete. I further declare that the amounts in Part I above are the amounts shown on the copy of the corporation's electronic income tax return. I consent to allow my electronic return originator (ERO), transmitter, or intermediate service provider to send the corporation's return to the IRS and to receive from the IRS (a) an acknowledgement of receipt or reason for rejection of the transmission, (b) the reason for any delay in processing the return or refund, and (c) the date of any refund. If applicable, I authorize the U.S. Treasury and its designated Financial Agent to initiate an electronic funds withdrawal (direct debit) entry to the financial institution account indicated in the tax preparation software for payment of the corporation's federal taxes owed on this return, and the financial institution to debit the entry to this account. To revoke a payment, I must contact the U.S. Treasury Financial Agent at **1-888-353-4537** no later than 2 business days prior to the payment (settlement) date. I also authorize the financial institutions involved in the processing of the electronic payment of taxes to receive confidential information necessary to answer inquiries and resolve issues related to the payment. I have selected a personal identification number (PIN) as my signature for the corporation's electronic income tax return and, if applicable, the corporation's consent to electronic funds withdrawal.

Officer's PIN: check one box only

☐ I authorize _____ to enter my PIN _____ as my signature
ERO firm name do not enter all zeros
on the corporation's 2021 electronically filed income tax return.

☒ As an officer of the corporation, I will enter my PIN as my signature on the corporation's 2021 electronically filed income tax return. **38516**

Officer's signature ▶ _____ Date ▶ **04-11-2022** Title ▶ **President****Part III Certification and Authentication**

ERO's EFIN/PIN. Enter your six-digit EFIN followed by your five-digit self-selected PIN. **799331 11224**
do not enter all zeros

I certify that the above numeric entry is my PIN, which is my signature on the 2021 electronically filed income tax return for the corporation indicated above. I confirm that I am submitting this return in accordance with the requirements of **Pub. 3112**, IRS e-file Application and Participation, and **Pub. 4163**, Modernized e-File (MeF) Information for Authorized IRS e-file Providers for Business Returns.

ERO's signature ▶ **Jose L Zavala Jr** Date ▶ **05-09-2022**

ERO Must Retain This Form - See Instructions
Do Not Submit This Form to the IRS Unless Requested To Do So

For Paperwork Reduction Act Notice, see instructions.

Form **8879-C** (2021)

EEA

Federal Supporting Statements**2021 PG01**

Name(s) as shown on return

Tax ID Number

Sanity Desk Inc

84-3538516

Form 1120 - Line 10 - Other Income**Statement #1****Description****Amount**

Billable Marketing Expense Income

2,000

Other Income

71,272

Total**73,272****Form 1120 - Line 26 - Other Deductions****PG01****Statement #5****Description****Amount**

Amortization

46,063

Accounting cost

6,000

Bank charges

61,204

Commissions

421,348

Legal and professional

15,426

Marketing

919,276

Meals 100% limit

6,446

Meetings

17,003

Office expense

9,667

Permits and fees

146

Software

66,448

Travel

128,185

HR Expenses

12,712

Foreign Currency Transactions Loss

14

Other Administrative expenses

1,233

Other Non Operating expense

62,926

Product and Engineering

428,755

Total**2,202,852****Schedule L - Line 6****PG01****Statement #8****Description****Beg Of Year****End Of Year**

Pledged Capital

100

100

Prepaid Expenses

4,675

14,743

Total**4,775****14,843**

Federal Supporting Statements**2021 PG01**

Name(s) as shown on return

Tax ID Number

Sanity Desk Inc

84-3538516

Schedule L - Line 14

Statement #10

Description**Beg Of Year****End Of Year**

Investment to Sanity

10,000

10,000

Due from JCM USA LLC

10,000

10,000

Total

20,000

20,000

Schedule L - Line 21**PG01**

Statement #12

Description**Beg Of Year****End Of Year**

Short Term Loan

134,368

915,228

Deferred Unearned Re

20,511

22,030

Total

154,879

937,258

Schedule M-2 - LINE 6 - Other decreases**PG01**

Statement #20

Description**Amount**

Prior Year Depreciation

287

Total

287

Federal Supporting Statements**2021 PG01**

Name(s) as shown on return

Sanity Desk Inc

Tax ID Number

84-3538516

Form 1125A - Line 4 - Section 263A Cost

Statement #6

Description**Amount**

Commission Costs

9,883

Copywriting

40,914

Server Costs

42,815

Support Costs

52,775

Ads Expense for Clients

14,165

Customer Success Salaries

81,614

Total**242,166**

Client Copy

Taxes and Licenses Attachment

Note: This information does not transmit to the IRS with e-filed returns.
Including with a paper filed return is optional.

2021**CORPORATION NAME****Sanity Desk Inc****EIN****84-3538516****Taxes and Licenses****Form 1120, line 17****Form 1120-C, line 15****Form 1120-H, line 12**

- 1** State income taxes
- 2** State franchise taxes
- 3** City income taxes
- 4** City franchise taxes
- 5** Real estate taxes
- 6** Local property taxes
- 7** Intangible property taxes
- 8** Payroll taxes
- 9** Less: credit from Form 8846
- 10** Foreign taxes paid
- 11** Occupancy taxes
- 12** Other miscellaneous taxes
- 13** Licenses

14 Total to Form 1120, Page 1, Line 17

| | |
|-----------|------------|
| 1 | |
| 2 | |
| 3 | |
| 4 | |
| 5 | |
| 6 | |
| 7 | |
| 8 | |
| 9 | |
| 10 | |
| 11 | |
| 12 | |
| 13 | 146 |
| 14 | 146 |

ST ADJ:

Next Year's Depreciation Worksheet

(This page is not filed with the return. It is for your records only.)

2021

Name(s) as shown on return

Tax ID Number

Sanity Desk Inc**84-3538516**

| Form | Multi-Form | Description | Date | Basis | Method | Life | Deduction |
|------|------------|-----------------------|------------|---------|--------|------|---------------|
| 1120 | 1 | Startup Costs | 07-01-2020 | 69,274 | AMT | 15 | 4,618 |
| 1120 | 1 | Intellectual Property | 10-29-2019 | 600,000 | AMT | 15 | 40,000 |
| 1120 | 1 | Start up Costs | 08-12-2021 | 52,005 | AMT | 15 | 3,467 |
| | | TOTAL | | | | | 48,085 |

Client Copy

Form 1120, Line 29a, NOL Deduction
Form 1120-C, Schedule G, Line 9a, Column (a),
Patronage NOL Deduction

(Keep for your records)

2021

Name(s) as shown on return

Tax ID Number

Sanity Desk Inc**84-3538516**

| Year | Loss Carryover/ Carryback | Increase of NOL Due to Sec 170(d)(2)(B) Contribution Reduction* | Loss Applied to 2021 | Unused Loss | Unused Sec 170(d)(2)(B) |
|---------------|------------------------------|--|-------------------------------|---|----------------------------|
| 2001 | | | | | |
| 2002 | | | | | |
| 2003 | | | | | |
| 2004 | | | | | |
| 2005 | | | | | |
| 2006 | | | | | |
| 2007 | | | | | |
| 2008 | | | | | |
| 2009 | | | | | |
| 2010 | | | | | |
| 2011 | | | | | |
| 2012 | | | | | |
| 2013 | | | | | |
| 2014 | | | | | |
| 2015 | | | | | |
| 2016 | | | | | |
| 2017 | | | | | |
| 2018 | | | | | |
| 2019 | 41,370 | | | 41,370 | |
| 2020 | 558,542 | | | 558,542 | |
| | Current year NOL | | Applied to Prior Years | Remaining 2021 NOL carryover | |
| 2021 | 1,863,890 | | | 1,863,890 | |
| | Future years NOL | | Applied to 2021 | | |
| Future Years | | | | | |
| TOTALS | 2,463,802 | | 0 | 2,463,802 | 0 |

* A corporation having a net operating loss (NOL) carryover from any taxable year must apply the special rule of §170(d)(2)(B). The rules are designed to prevent a double tax benefit through interaction of NOL and charitable contribution carryovers. The excess charitable deduction can reduce taxable income only once. Under these rules, a corporation's charitable contributions carryover (but not the NOL carryover) must be reduced, to the extent the charitable contribution deduction, in computing the taxable income of an intervening year, would increase the NOL to a succeeding year.

Carryover/Carryforward Worksheet**Form 1120**

(Keep for your records)

2021

Name(s) as shown on return

Tax ID Number

Sanity Desk Inc**84-3538516****Form 1120**

Contributions carryover

Net Operating Loss Carryover

To Next Year**2,463,802****Schedule D (Form 1120)**

Unused capital loss carryover

Reserved for future use

Carryover expiring this year

Capital loss carryover to next year

Form 2220

Tax

Form 3800

General business credit carryforward

Form 4562

Section 179 Carryover

Form 4797

Nonrecaptured net section 1231 losses from WK_1231C

Reserved for future use

Reserved

Reserved for future use

Form 8827

Minimum tax credit carryforward

1120 TAX RETURN COMPARISON
2019 / 2020 / 2021

2021

(This page is not filed with the return. It is for your records only.)

Name(s) as shown on return

Sanity Desk Inc

Identifying number

84-3538516

| | 2019 FEDERAL | 2020 FEDERAL | 2021 FEDERAL | DIFFERENCE BETWEEN 2020 & 2021 |
|--|-------------------------|-------------------------|-------------------------|---|
| Net receipts | | 159,030 | 1,354,277 | 1,195,247 |
| Cost of goods sold | | 137,388 | 938,205 | 800,817 |
| Gross profit | | 21,642 | 416,072 | 394,430 |
| Dividends | | | | |
| Interest | | | | |
| Gross rents | | | | |
| Gross royalties | | | | |
| Capital gain net income | | | | |
| Net gain/loss from 4797 | | | | |
| Other income | | 22,017 | 73,272 | 51,255 |
| Total income | | 43,659 | 489,344 | 445,685 |
| Compensation of officers | | | | |
| Salaries and wages | | | | |
| Repairs and maintenance | | | | |
| Bad debts | | 14,247 | | (14,247) |
| Rents | | 3,757 | 38,989 | 35,232 |
| Taxes and licenses | | 2,500 | 146 | (2,354) |
| Interest | | 832 | 111,247 | 110,415 |
| Charitable contributions | | | | |
| Depreciation | | | | |
| Depletion | | | | |
| Advertising | | 60,542 | | (60,542) |
| Pension, profit-sharing | | | | |
| Employee benefits | | | | |
| Domestic production activities ded | | | | |
| Other deductions | 41,370 | 520,323 | 2,202,852 | 1,682,529 |
| Total deductions | 41,370 | 602,201 | 2,353,234 | 1,751,033 |
| NOL deduction | | | | |
| Special deductions | | | | |
| Taxable income | (41,370) | (558,542) | (1,863,890) | (1,305,348) |
| Total tax | | | | |
| Estimated taxes paid | | | | |
| Total payments line 33 | | | | |
| Amount owed | | | | |
| Overpayment | | | | |
| Applied to estimate | | | | |
| Refund | | | | |
| RESIDENT STATE | DE | DE | DE | |
| Taxable | (41,370) | (557,847) | (1,863,890) | (1,306,043) |
| Tax | | | | |
| Overpayment | | | | |
| Balance Due | | | | |
| | 2019 | 2020 | 2021 | DIFFERENCE |

**2021 DE1100 Filing Instructions
Sanity Desk Inc**

Form filed:

DE1100 and supplemental forms and schedules

Filing method:

Your return will not be e-filed. Sign and date your return and mail it on or before the due date of the return to the address listed below.

Due date:

07-18-2022

Other instructions:

The return reflects neither a refund nor a balance due

Mail-to address:

Delaware Division of Revenue
P.O. Box 2044
Wilmington, DE 19899-2044

**2021 DELAWARE
CORPORATION INCOME TAX RETURN
FORM 1100**

for Fiscal year beginning

and ending

EMPLOYER IDENTIFICATION NUMBER

X X X X X X X X X X

Name of Corporation

Sanity Desk Inc

Street Address

501 Congress Avenue Suite 150

City

Austin

State

TX

Zip Code

78701

Delaware Address if Different than Above

CHECK APPLICABLE BOX:**Small Corporation****ESOP**

INITIAL RETURN

CHANGE OF
ADDRESSEXTENSION
ATTACHED

IF OUT OF BUSINESS, ENTER DATE HERE:

City

State

Zip Code

DATE OF INCORPORATION: 10 29 19

State of Incorporation

DE

Nature of Business:

541511

ATTACH COMPLETED COPY OF FEDERAL FORM 1120

| | | |
|--|------------|-----|
| 1. Federal Taxable Income (See Specific Instructions) | -1863890 | 1 |
| 2. Total subtractions from Schedule 4A | | 2 |
| 3. Line 1 minus Line 2 | -1863890 | 3 |
| 4. Total additions from Schedule 4B | | 4 |
| 5. Entire net income. Line 3 plus Line 4 | -1863890 | 5 |
| WHERE LINE 5 IS DERIVED ENTIRELY FROM SOURCES WITHIN DELAWARE, ENTER AMOUNT ON LINE 11. | | |
| WHERE THE ENTIRE INCOME IS NOT DERIVED FROM SOURCES WITHIN DELAWARE, COMPLETE ITEMS 6 TO 10 INCLUSIVE. | | |
| 6. Total non-apportionable income (or loss) (Schedule 2, Column 3, Line 8) | | 6 |
| 7. Income (or loss) subject to apportionment (Line 5 minus Line 6) | | 7 |
| 8. Apportionment percentage (Schedule 3B, Line 3) | 100.000000 | 8 |
| 9. Income (or loss) apportioned to Delaware (Line 7 multiplied by Line 8) | | 9 |
| 10. Non-apportionable income (or loss) (Schedule 2, Column 1, Line 8) | | 10 |
| 11. Total (Line 9 plus or minus Line 10) | -1863890 | 11 |
| 12. Delaware Taxable Income (Line 5 or Line 11, whichever is less) | -1863890 | 12 |
| 13. Tax @ 8.7% | | 13 |
| 14. Approved non-refundable tax credits | | 14 |
| 15. Balance due after non-refundable tax credits | | 15 |
| 16. Delaware tentative tax paid | | 16 |
| 17. Credit carry-over from prior year | | 17 |
| 18. Other payments (attach statement) | | 18 |
| 19. Approved refundable income tax credits | | 19 |
| 20. Total payments and credits. Add Lines 16 through 19 | | 20 |
| 21. If Line 15 is greater than Line 20 enter BALANCE DUE AND PAY IN FULL | | 21 |
| 22. If Line 20 is greater than Line 15 enter OVERPAYMENT: (a) Total OVERPAYMENT | | 22a |
| (b) to be REFUNDED | | 22b |
| (c) to be CREDITED to 2022 TENTATIVE TAX | | 22c |

PLEASE SEE PAGE 3 FOR SIGNATURE LINES AND MAILING INSTRUCTIONS



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2021

FORM 1100

PAGE 2

SCHEDULE 1 - INTEREST INCOME

| Description of Interest | Column 1 Foreign Interest | Column 2 Interest Received From U.S. Securities | Column 3 Interest Received From Affiliated Companies | Column 4 Interest Received From State Obligations | Column 5 Other Interest Income |
|-------------------------|------------------------------|---|--|---|--------------------------------------|
| 1 | | | | | |
| 2 | | | | | |
| 3 | | | | | |
| 4 | | | | | |
| 5 | | | | | |
| 6 Totals | | | | | |

SCHEDULE 2 - NON-APPORTIONABLE INCOME ALLOCATED WITHIN AND WITHOUT DELAWARE

| Description | Column 1 Within Delaware | Column 2 Without Delaware | Column 3 Total |
|--|-----------------------------|------------------------------|-------------------|
| 1 Rents and royalties from tangible property | | | |
| 2 Royalties from patents and copyrights | | | |
| 3 Gains or (losses) from sale of real property | | | |
| 4 Gains or (losses) from sale of depreciable tangible property | | | |
| 5 Interest income from Schedule 1, Columns 4 and 5, Line 6 | | | |
| 6 Total | | | |
| 7 Less: Applicable expenses (Attach statement) | | | |
| 8 Total non-apportionable income | | | 0 |

SCHEDULE 3 - APPORTIONMENT PERCENTAGE**Schedule 3-A - Gross Receipts Subject to Apportionment**

| Description | Within Delaware | Within and Without Delaware |
|---|-----------------|-----------------------------|
| 1 Gross receipts from sales of tangible personal property | | |
| 2 Gross income from other sources (Attach statement) | | |
| 3 Total | | |

Schedule 3-B - Determination of Apportionment Percentage

| | | |
|--|------------|---|
| 1 Gross receipts and gross income from within Delaware | = | 1 |
| 2 Gross receipts and gross income from within and without Delaware | | 2 |
| 3 Apportionment percentage (See instruction) | 100.000000 | 3 |

Schedule 3-C - Gross Real and Tangible Personal Property

| Description | Within Delaware | | Within and Without Delaware | |
|--|-------------------|-------------|-----------------------------|-------------|
| | Beginning of Year | End of Year | Beginning of Year | End of Year |
| 1 Real and tangible property owned | | | | |
| 2 Real and tangible property rented (Eight times annual rental paid) | | | | |
| 3 Total | | | | |
| 4 Less: Value at original cost of real and tangible property, the income from which is separately allocated (See instructions) | | | | |
| 5 Total | | | | |
| 6 Average value (See instructions) | | | | |

Schedule 3-D - Wages, Salaries, and Other Compensation Paid or Accrued to Employees

| Description | Within Delaware | Within and Without Delaware |
|---|-----------------|-----------------------------|
| 1 Wages, salaries, and other compensation of all employees | | |
| 2 Less: Wages, salaries, and other compensation of general executive officers | | |
| 3 Total | | |



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SCHEDULE 4-A - SUBTRACTIONS

| | |
|--|---|
| 1. Foreign dividends, interest and royalties | 1 |
| 2. Net interest from U.S. securities (Schedule 1, Column 2) | 2 |
| 3. Interest from affiliated companies (Schedule 1, Column 3) | 3 |
| 4. Gain from sale of U.S. or Delaware securities | 4 |
| 5. Wage deduction - Federal Jobs Credit | 5 |
| 6. Handicapped accessibility deduction (Attach statement) | 6 |
| 7. Net operating loss carry-over | 7 |
| 8. NBI must attach form 1100 NBI | 8 |
| 9. TOTAL Subtractions (Add lines 1 thru 8) | 9 |

SCHEDULE 4-B - ADDITIONS

| | |
|--|---|
| 1. All state and political subdivision income taxes deducted in computing Line 1. | 1 |
| 2. Loss from sale of U.S. or Delaware securities | 2 |
| 3. Interest income from obligations of any state except DE (Schedule 1, Column 4) | 3 |
| 4. Depletion expense - oil and gas | 4 |
| 5. Interest paid affiliated companies (See Instructions) | 5 |
| 6. Donations included in Line 1 for which Delaware income tax credits were granted | 6 |
| 7. TOTAL Additions (Add lines 1 thru 7) | 7 |

Under penalties of perjury, I declare that I have examined this return, including accompanying schedules and statements, and to the best of my knowledge and belief it is true, correct, and complete. If prepared by a person other than the taxpayer, the declaration is based on all information of which the preparer has any knowledge.

05-09-2022

Date

Signature of Officer

President

Title

Email Address

2931 Brookview Dr
Pearland TX 77584

05-09-2022

Date

Signature of Individual or firm preparing the return

Address

MAKE CHECK PAYABLE AND MAIL TO: Delaware Division of Revenue, P.O. Box 2044, Wilmington, DE 19899-2044

